

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:)	
)	
THE FINANCIAL OVERSIGHT AND	)	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	)	Title III
)	
as representative of)	
	)	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,)	
	)	(Jointly Administered)
Debtors ¹)	

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of
PUERTO RICO ELECTRIC POWER AUTHORITY
("PREPA"),

Debtor.

PROMESA
Title III

Case No. 17 BK 4780-LTS

COVER SHEET TO FIRST INTERIM FEE APPLICATION OF BERKELEY RESEARCH GROUP, LLC FOR PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR CONSULTING SERVICES TO THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD OF PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO ELECTRIC POWER AUTHORITY (“PREPA”) FOR THE PERIOD FROM JUNE 13, 2019 THROUGH SEPTEMBER 30, 2019

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.).

Name of Applicant: Berkeley Research Group, LLC (“BRG”)

Authorized to Provide Professional Services to: Financial Oversight and Management Board of Puerto Rico

Services Rendered to: Puerto Rico Electric Power Authority (“PREPA”)

Period for which compensation and reimbursement for fees and services is sought: June 13, 2019 through September 30, 2019

Amount of compensation sought as actual, reasonable and necessary: \$665,101.35

Amount of expense reimbursement sought as actual, reasonable and necessary: \$9,174.47

This is a(n): Monthly X Interim Final application

This is BRG’s first interim fee application filed in this case.

Summary of Monthly Fee Statements

<i>Application</i>		<i>Requested</i>		<i>Paid to Date</i>		<i>Total Allowed</i>
Date Served	Period Covered	Total Fees	Expenses	Fees	Expenses	Fees and Expenses
11/15/2019	6/13/2019-7/31/2019	\$292,227.75	\$5,110.27	\$0.00	\$0.00	\$0.00
11/19/2019	8/1/2019-9/30/2019	\$372,873.60	\$4,064.20	\$0.00	\$0.00	\$0.00
Totals		\$665,101.35	\$9,174.47	\$0.00	\$0.00	\$0.00

Summary of Professional Fees for the Period June 13, 2019 through September 30, 2019

Puerto Rico Electric Power Authority

TaskCode	Hours	Fees
02. Case Administration	129.3	\$ 62,308.00
03. Professional Retention	27.3	20,083.00
05. Fee Application Preparation	44.2	9,933.00
07. Interaction/Meetings with Debtors/Counsel	113.5	81,619.50
11. Claim Analysis/Accounting	1001.9	484,617.00
15. Travel Time	39.5	20,632.50
19. Cash Flow/Cash Management Liquidity	18.7	10,560.50
31. Planning	36.4	23,941.00
32. Document Review	37.2	25,307.00
Total	1448.0	\$ 739,001.50
<i>Agreed Upon Discount</i>	<i>10%</i>	<i>73,900.15</i>
Total Requested Fees		\$ 665,101.35

Professional	Title	Billing Rate	Hours	Fees
E. Ordway	Managing Director	\$ 1,050.00	1.3	\$ 1,365.00
M. Shankweiler	Managing Director	995.00	379.8	377,901.00
D. Walsh	Senior Managing Consultant	375.00	36.2	13,575.00
J. Taber	Senior Managing Consultant	465.00	58.5	27,202.50
A. Rosales	Managing Consultant	340.00	1.1	374.00
R. Cohen	Consultant	365.00	440.9	160,928.50
A. Dianderas	Senior Associate	315.00	175.9	55,408.50
A. Villarreal Moran	Senior Associate	300.00	1.0	300.00
C. Giancaspro	Senior Associate	350.00	17.1	5,985.00
M. Naik	Senior Associate	350.00	97.6	34,160.00
M. Yastrebova	Senior Associate	315.00	98.3	30,964.50
D. Posada Hernandez	Associate	225.00	7.5	1,687.50
E. Lord	Associate	250.00	2.5	625.00
M. Haverkamp	Case Manager	250.00	89.8	22,450.00
A. Ivanoff	Case Assistant	150.00	4.0	600.00
H. Mendez	Case Assistant	150.00	23.5	3,525.00
M. Kelly	Case Assistant	150.00	13.0	1,950.00
Total			1,448.0	\$ 739,001.50
<i>Agreed Upon Discount</i>	<i>10%</i>			<i>73,900.15</i>
Total Requested Fees				\$ 665,101.35

Summary of Expenses for the Period June 13, 2019 through July 31, 2019

Puerto Rico Electric Power Authority

Expense Category	Amount
01. Travel - Airline	\$ 4,615.70
02. Travel - Train and Bus	5.00
03. Travel - Taxi	1,325.23
08. Travel - Hotel/Lodging	2,454.41
10. Meals	734.13
11. Telephone, Fax and Internet	40.00
Total Expenses for the Period	\$ 9,174.47

**UNITED STATES DISTRICT COURT
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MANAGEMENT BOARD FOR PUERTO RICO,)	Title III
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as representative of)	
)	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,)	
)	(Jointly Administered)
Debtors ²)	

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THE FINANCIAL OVERSIGHT AND)	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,)	Title III
)	
as representative of	)	Case No. 17 BK 4780-LTS
PUERTO RICO ELECTRIC POWER AUTHORITY)	
(“PREPA”),)	
)	
Debtor.)	

**FIRST INTERIM FEE APPLICATION OF BERKELEY RESEARCH GROUP, LLC
FOR PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
CONSULTING SERVICES TO THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD OF PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO ELECTRIC POWER AUTHORITY (“PREPA”) FOR THE
PERIOD FROM JUNE 13, 2019 THROUGH SEPTEMBER 30, 2019**

² The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.).

Berkeley Research Group, LLC (“BRG”), advisor, serving as Title III Claims Reconciliation Agent for the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board” or “FOMB”) as representative of the Puerto Rico Electric Power Authority (the “Debtor” or “PREPA”) pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),³ submits its first interim fee application (the “Application”) pursuant to PROMESA sections 316 and 317, Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”), and in accordance with the *Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Case No. 17-BK-2383, Docket No. 1150] (the “Initial Interim Compensation Order”) as amended by the *First Amended Order*... [Case No. 17-BK-2383, Docket No. 1715] and *Second Amended Order*... [Case No. 17-BK-2383, Docket No. 3269] (together the “Interim Compensation Order”) seeking; (a) the allowance of reasonable compensation for professional services rendered by BRG to the Committee during the period June 13, 2019 through and including September 30, 2019 (the “Fee Period”), and; (b) reimbursement of actual and necessary charges and disbursements incurred by BRG during the Fee Period in the rendition of professional services on behalf of the Debtor. In support of the Application, BRG respectfully states as follows:

JURISDICTION AND VENUE

1. The United States District Court for the District of Puerto Rico (the “Court”) has subject matter jurisdiction to consider and determine the Application pursuant to PROMESA section 306(a). Venue is proper in this district pursuant to PROMESA section 307(a). The

³ PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

statutory bases for the relief requested herein are PROMESA sections 316 and 317, Bankruptcy Rule 2016, and Local Rule 2016-1.

BACKGROUND

2. On June 30, 2016, the Oversight Board was established under PROMESA section 101(b). On August 31, 2016, President Obama appointed the Oversight Board's seven voting members.

3. Pursuant to PROMESA section 315, "[t]he Oversight Board in a case under this subchapter is the representative of the debtor" and "may take any action necessary on behalf of the debtor to prosecute the case of the debtor, including filing a petition under section [304] of [PROMESA] . . . or otherwise generally submitting filings in relation to the case with the court." PROMESA § 315(a), (b).

4. On September 30, 2016, the Oversight Board designated the Debtor as a "covered entity" under PROMESA section 101(d).

5. On July 2, 2017, the Oversight Board issued a restructuring certification pursuant to PROMESA sections 104(j) and 206 and filed a voluntary petition for relief for PREPA pursuant to PROMESA section 304(a), commencing a case under title III thereof (the "Debtor's Title III Case"). Pursuant to PROMESA section 315(b), the Oversight Board is the Debtor's representative in the Debtor's Title III Case.

6. Background information regarding the Debtor and the commencement of the Debtor's Title III Case is contained in the *Notice of Filing of Statement of Oversight Board Regarding PREPA's Title III Case* [Case No. 17-BK-4780, Docket No. 2].

7. On June 13, 2019, the Oversight Board selected BRG, at discounted rates, to manage and resolve the thousands of claims filed against PREPA.

8. On November 15, 2019, BRG served on the Notice Parties (as defined in the Interim Compensation Order) its First Monthly Fee Application for the period June 13, 2019 through July 31, 2019 and on November 19, 2019, its Second Monthly Fee Application for the period August 1, 2019 through September 30, 2019.

9. In accordance with the Interim Compensation Order and as reflected in the foregoing summary, BRG has requested an aggregate payment of \$607,765.69 (payment of ninety percent (90%) of the compensation sought and reimbursement of one hundred percent (100%) of expenses incurred) and has received no payments with respect to monthly applications filed during the Fee Period.

PROFESSIONAL FEES AND DISBURSEMENTS

10. By this Application, BRG seeks allowance of fees in the amount of \$665,101.35 for professional services rendered for and on behalf of the Debtor during the Fee Period, and \$9,174.47 for reimbursement of actual and necessary costs and expenses incurred in connection with the rendering of such services, for a total award of \$674,275.82. BRG expended an aggregate of 1,448.0 hours at a blended hourly rate of \$459.32.

11. Attached as **Exhibit A** is a summary of the hours expended by BRG professionals for each category of services (task code).

12. Attached as **Exhibit B** is the schedule of professionals who rendered services to the Debtor during the Fee Period, including each person's billing rate and the blended rate.

13. Attached as **Exhibit C** is a schedule showing the professionals who charged time broken down by task code including each professional's hours and fees.

14. BRG also maintains records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of its professional services. Attached as **Exhibit E** is summary schedule of expenses incurred during the Fee Period, by category.

15. Attached as **Exhibit G** are BRG's First and Second Monthly Fee Applications and incorporated therein are **Exhibits D** and **F** which are respectively BRG's time records for the Fee Period which include detailed daily time logs describing the time spent by each BRG professional in these cases and an itemization and description of each expense incurred within each category. The disbursements and expenses have been incurred in accordance with BRG's normal practice of charging clients for expenses clearly related to and required by particular matters. BRG has endeavored to minimize these expenses to the fullest extent possible.

SUMMARY OF SERVICES RENDERED

16. BRG is a global strategic advisory and expert consulting firm that provides independent expert testimony, litigation and regulatory support, authoritative studies, strategic advice, advisory services relating to restructuring and turnaround situations, due diligence, valuation, and capital markets, and document and data analytics to major law firms, businesses, including Fortune 500 corporations, government agencies, and regulatory bodies around the world.

17. Since being retained by the FOMB, BRG has rendered professional services to the Debtor as requested and as necessary and appropriate in furtherance of the interests of the Debtor's estate. BRG respectfully submits that the professional services that it rendered on behalf of the Debtor were necessary and have directly benefited the estate and have contributed to the effective administration of these cases.

18. BRG submits that the interim fees applied for herein for professional services rendered in performing services for the Debtor in this proceeding are fair and reasonable in view

of the time spent, the extent of work performed, the nature of the Debtor's capitalization structure and financial condition, the Debtor's financial accounting resources and the results obtained. BRG's fees typically are based on the actual hours charged at BRG's standard hourly rates, which are in effect when the services are rendered. As discussed and agreed to with the FOMB, for purposes of this engagement, BRG has agreed to a 10% discount from BRG's customary standard hourly rates in effect when services are performed by BRG professionals who provide services to the Debtor.

19. The work involved, and thus the time expended, was carefully assigned in light of the experience and expertise required for a particular task. The staff utilized sought to optimize efficiencies and avoid redundant efforts. The staff of the Debtor or their advisors has been utilized where practical and prudent.

20. BRG believes that there has been no duplication of services between BRG and any other consultants or accountants to the bankruptcy estate.

21. BRG's per diem rates for professionals of comparable experience, before the 10% discount BRG agreed to in this proceeding, are at or below those of firms we consider our competitors. We believe that the compensation in this Application is based on the customary compensation charged by comparably skilled professionals in cases other than cases under Title 11 or PROMESA.

22. No agreement or understanding exists between BRG and any other person for the sharing of compensation received or to be received for services rendered in connection with the chapter 11 cases, except for internal agreements among employees of BRG regarding the sharing of revenue or compensation. Neither BRG nor any of its employees has entered into an agreement or understanding to share compensation with any entity as described in Bankruptcy Rule 2016.

23. BRG, in accordance with the Bankruptcy Rules and the Local Rules, will be charging travel time at 50% of the time incurred.

24. The general summary of the services rendered by BRG during the Fee Period based on tasks and number of hours, before the agreed upon discount, is set forth below.

Case Administration – Task Code 02

25. Time charged to this task code relates to the actions taken to update and maintain the database BRG is using for the review and reconciliation of claims. Specific tasks involved, but were not limited to:

- a) Preparing fields and layouts for database to be used in analysis of claims;
- b) Updating fields and layouts based on conversations with PREPA and Proskauer;
- c) Uploading claim documents and related support;
- d) Performing database maintenance, including user setup;
- e) Generating audit logs of actions taken in the database; and
- f) Responding to questions from users regarding the database.

26. BRG has expended 129.3 hours on this category for a fee of \$62,308.00.

Professional Retention – Task Code 03

27. Time charged to this task code relates to the preparation of BRG's retention documents, including reviewing and updating the parties in interest list for the extensive bankruptcy conflict check.

28. BRG has expended 27.3 hours on this category for a fee of \$20,083.00.

Fee Application Preparation – Task Code 05

29. Time charged to this task code relates to the drafting and preparation of BRG's first monthly fee application.

30. BRG has expended 44.2 hours on this category for a fee of \$9,933.00.

Interactions/ Meetings with Debtors/ Counsel – Task Code 07

31. Time charged to this task code primarily relates to BRG's participation in meetings and correspondence with the Debtor and Debtor's Counsel (including Proskauer, O'Melveny, and Brown Rudnick) in order to update PREPA and Counsel on the reconciliation status and develop strategies and deliverables related thereto. Additional time was spent training individuals from the Debtor and Debtor's Counsel on use of the claims reconciliation database. Specific topics discussed included, but were not limited to:

- a) Claims reconciliation and objection processes, protocols, and procedures;
- b) Procedural issues related to follow up with claimants requiring additional claims support;
- c) Reconciliation issues discovered through work and discussions with PREPA staff;
- d) Litigation claims analysis and settlement value of claims;
- e) Lease rejections and PPOA contract analysis;
- f) Identification and reconciliation of trade and employee claims with PREPA books and records;
- g) Status of claims reconciliation work streams by claim type; and
- h) Any other issues that arise related to reconciling claims.

32. BRG has expended 113.5 hours on this category for a fee of \$81,619.50.

Claim Analysis/ Accounting – Task Code 11

33. Time charged to this task code primarily relates to the review, analysis and reconciliation of the 4,462 claims identified on the PREPA claims register. Significant additional time was spent in preparing reports identifying issues and reconciliation recommendations for certain categories of claims. Specific tasks included, but were not limited to:

- a) Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate;
- b) Revised claim categorization provided by Prime Clerk;
- c) Identified claims that are duplicative or have been amended;
- d) Analyzed bond claims that are for PREPA bonds only and claims that are for bonds of other Title III Entities;
- e) Analyzed employee claims related to Christmas Bonuses, various laws, pension, and union issues;
- f) Analyzed PREPA's payment history to determine if certain claims have already been paid;
- g) Analyzed PPOA contracts and their potential to be included in the claims pool;
- h) Analyzed and summarized claims asserting Current Expense status; and
- i) Identified barriers to reconciling certain claims.

34. BRG has expended 1,001.9 hours on this category for a fee of \$484,617.00.

Travel Time – Task Code 15

35. o Time charge to this code relates to half of the time spent by BRG professionals traveling between the employee's origin and San Juan, Puerto Rico for onsite work for meetings and trainings with representatives of the Debtors.

36. BRG has expended 39.5 hours on this category for a fee of \$20,632.50.

Cash Flow/ Cash Management Liquidity – Task Code 19

37. Time charged to this task code relates to the analysis of PREPA's payment history and AP aging reports. Additional time was spent preparing exhibits and questions relating thereto, including a delineation of amounts paid, during periods subsequent to the PREPA filing, related to prepetition invoices and post-petition invoices.

38. BRG has expended 18.7 hours on this category for a fee of \$10,560.50.

Planning – Task Code 31

39. Time charged to this task code relates to the preparation and updating of BRG's work plans as it relates to the Debtors cases, as well as preparation of work stream updates to the Debtor and Counsel. Additional time was spent preparing claims reconciliation guidelines presentation and training materials for PREPA staff and the review of those materials with the same.

40. BRG has expended 36.4 hours on this category for a fee of \$23,941.00.

Document Review – Task Code 32

41. Time charged to this task code primarily relates to the review of a wide range of documents associated with the Debtor's case and necessary to the understanding of the universe of claims. Documents reviewed included, but were not limited to filed motions related to claim withdrawals, adversary claims of unions, lease rejections, and the RSA, as well as the Omnibus Objection Procedures and Bar Date orders, the creditor schedules, the 1974 Trust Agreement in regards to the Master Bond Claim, and follow up letters from other Title III entities.

42. BRG has expended 37.2 hours on this category for a fee of \$25,307.00.

ACTUAL AND NECESSARY EXPENSES

43. BRG incurred actual out-of-pocket expenses in connection with the rendition of the professional services to the Debtor as summarized above, in the sum of \$9,174.47. BRG submits that such expenses were reasonable and were necessary to discharge its services, and BRG respectfully requests reimbursement in full.

44. The disbursements and expenses were incurred in accordance with BRG's normal practice of charging clients for expenses clearly related to and required by particular matters. BRG has endeavored to minimize these expenses to the fullest extent possible.

45. BRG's billing rates do not include charges for photocopying, telephone and facsimile charges, computerized research, travel expenses, "working meals," secretarial overtime, postage and certain other office services, because BRG charges each of its clients only for the costs actually incurred related to performing services for such client. BRG has endeavored to minimize these expenses to the fullest extent possible and does not consider such charges to constitute "overhead".

46. In providing a reimbursable service such as copying or telephone, BRG does not make a profit on that service. In charging for a particular service, BRG does not include in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment or capital outlay. In seeking reimbursement for a service, which BRG justifiably purchased or contracted for from a third party, BRG requests reimbursement only for the amount billed to BRG by such third party vendor and paid by BRG to that vendor.

CERTIFICATION

47. As required by the Local Rules, a certification that the facts set forth in this Application are true and correct, and that this Application complies substantially therewith, is attached hereto as **Exhibit H** and made part of this Application.

COMPLIANCE WITH GUIDELINES

48. BRG believes that this Application substantially complies with the Local Rules. To the extent there has not been material compliance with any particular rule, BRG respectfully requests a waiver or an opportunity to cure.

NOTICE AND NO PRIOR APPLICATION

49. Pursuant to the Interim Compensation Order, notice of this Application has been filed in PREPA's and the jointly-administered Commonwealth of Puerto Rico's Title III cases and served upon:

- a) the Financial Oversight and Management Board, 40 Washington Square South, Office 314A, New York, NY 10012, Attn: Professor Arthur J. Gonzalez, Oversight Board Member;
- b) attorneys for the Financial Oversight and Management Board as representative of The Commonwealth of Puerto Rico, O'Neill & Borges LLC, 250 Muñoz Rivera Ave., Suite 800, San Juan, PR 00918-1813, Attn: Hermann D. Bauer, Esq. (hermann.bauer@oneillborges.com);
- c) attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, O'Melveny & Myers LLP, Times Square Tower, 7 Times Square, New York, NY 10036, Attn: John J. Rapisardi, Esq. (jrapisardi@omm.com), Suzanne Uhland, Esq. (suhland@omm.com), and Diana M. Perez, Esq. (dperez@omm.com);
- d) attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, Marini Pietrantonio Muñoz LLC, MCS Plaza, Suite 500, 255 Ponce de León Ave., San Juan, P.R. 00917, Attn.: Luis C. Marini-Biaggi, Esq. (lmarini@mpmlawpr.com) and Carolina Velaz-Rivero Esq. (cvelaz@mpmlawpr.com);

- e) the Office of the United States Trustee for the District of Puerto Rico, Edificio Ochoa, 500 Tanca Street, Suite 301, San Juan, PR 00901 (re: In re: Commonwealth of Puerto Rico);
- f) attorneys for the Official Committee of Unsecured Creditors, Paul Hastings LLP, 200 Park Ave., New York, NY 10166, Attn: Luc A. Despins, Esq. (lucdespins@paulhastings.com);
- g) attorneys for the Official Committee of Unsecured Creditors, Casillas, Santiago & Torres LLC, El Caribe Office Building, 53 Palmeras Street, Ste. 1601, San Juan, PR 00901, Attn: Juan J. Casillas Ayala, Esq. (jcasillas@cstlawpr.com) and Alberto J.E. Añeses Negrón, Esq. (aaneses@cstlawpr.com);
- h) attorneys for the Official Committee of Retired Employees, Jenner & Block LLP, 919 Third Ave., New York, NY 10022, Attn: Robert Gordon, Esq. (rgordon@jenner.com) and Richard Levin, Esq. (rlevin@jenner.com); and Jenner & Block LLP, 353 N. Clark Street, Chicago, IL 60654, Attn: Catherine Steege, Esq. (csteeg@jenner.com) and Melissa Root, Esq. (mroot@jenner.com);
- i) attorneys for the Official Committee of Retired Employees, Bennazar, García & Milián, C.S.P., Edificio Union Plaza, PH-A, 416 Ave. Ponce de León, Hato Rey, PR 00918, Attn: A.J. Bennazar-Zequeira, Esq. (ajb@bennazar.org);
- j) the Puerto Rico Department of Treasury, PO Box 9024140, San Juan, PR 00902-4140, Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting (Reylam.Guerra@hacienda.pr.gov); Omar E. Rodríguez Pérez, CPA, Assistant Secretary of Central Accounting (Rodriguez.Omar@hacienda.pr.gov); Angel L. Pantoja Rodríguez, Deputy Assistant Secretary of Internal Revenue and Tax Policy (angel.pantoja@hacienda.pr.gov); Francisco Parés Alicea, Assistant Secretary of Internal Revenue and Tax Policy (francisco.pares@hacienda.pr.gov); and Francisco Peña Montañez, CPA, Assistant Secretary of the Treasury (Francisco.Pena@hacienda.pr.gov);
- k) attorneys for the Fee Examiner, EDGE Legal Strategies, PSC, 252 Ponce de León Avenue, Citibank Tower, 12th Floor, San Juan, PR 00918, Attn: Eyck O. Lugo (elugo@edgelegalpr.com); and
- l) attorneys for the Fee Examiner, Godfrey & Kahn, S.C., One East Main Street, Suite 500, Madison, WI 53703, Attn: Katherine Stadler (KStadler@gklaw.com).

In light of the nature of the relief requested herein, BRG submits that no further or other notice is required.

50. This is BRG's first interim fee application pursuant to PROMESA sections 316 and 317 for allowance of fees and reimbursement of expenses in this Case. Except as otherwise set forth herein, BRG has made no prior or other application to this or any other Court for the relief requested herein.

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WHEREFORE, BRG respectfully requests that this Court enter an order, in the form provided, (a) granting on an interim basis, allowance of (i) fees in the amount of \$665,101.35 (100% of fees) for professional services rendered to and on behalf of the Debtor during the Fee Period and (ii) reimbursement of \$9,174.47 (100% of expenses) for reasonable, actual and necessary expenses incurred during the Fee Period, (b) authorizing and directing the Debtors to immediately pay to BRG the amount of \$ which is equal to the sum of 100% of BRG's fees and expenses incurred during the Fee Period, that remain unpaid and (c) granting such other and further relief as the Court may deem just and proper.

Date: November 22, 2019

Berkeley Research Group, LLC

/s/ Mark Shankweiler
Mark Shankweiler
Managing Director
Berkeley Research Group, LLC
810 Seventh Avenue, Suite 4100
New York, NY 10019
(212) 782-1431
mshankweiler@thinkbrg.com

EXHIBITS

EXHIBIT A

Interim Fees by Task

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit A: Fees By Task Code**

For the Period 6/13/2019 through 9/30/2019

Task Code	Hours	Fees
02. Case Administration	129.3	\$62,308.00
03. Professional Retention	27.3	\$20,083.00
05. Fee Application Preparation	44.2	\$9,933.00
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Agreed Upon Discount	10%	(\$73,900.15)
Total Requested Fees		\$665,101.35
Blended Rate		\$459.32

EXHIBIT B

Interim Fees by Professional

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit B: Fees By Professional**

For the Period 6/13/2019 through 9/30/2019

Professional	Title	Billing Rate	Hours	Fees
A. Dianderas	Senior Associate	\$315.00	175.9	\$55,408.50
A. Ivanoff	Case Assistant	\$150.00	4.0	\$600.00
A. Rosales	Managing Consultant	\$340.00	1.1	\$374.00
A. Villarreal Moran	Senior Associate	\$300.00	1.0	\$300.00
C. Giancaspro	Senior Associate	\$350.00	17.1	\$5,985.00
D. Posada Hernandez	Associate	\$225.00	7.5	\$1,687.50
D. Walsh	Senior Managing Consultant	\$375.00	36.2	\$13,575.00
E. Lord	Associate	\$250.00	2.5	\$625.00
E. Ordway	Managing Director	\$1,050.00	1.3	\$1,365.00
H. Mendez	Case Assistant	\$150.00	23.5	\$3,525.00
J. Taber	Senior Managing Consultant	\$465.00	58.5	\$27,202.50
M. Haverkamp	Case Manager	\$250.00	89.8	\$22,450.00
M. Kelly	Case Assistant	\$150.00	13.0	\$1,950.00
M. Naik	Senior Associate	\$350.00	97.6	\$34,160.00
M. Shankweiler	Managing Director	\$995.00	379.8	\$377,901.00
M. Yastrebova	Senior Associate	\$315.00	98.3	\$30,964.50
R. Cohen	Consultant	\$365.00	440.9	\$160,928.50

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 9/30/2019 Period

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Professional	Title	Billing Rate	Hours	Fees
Total				1,448.0
				\$739,001.50
Agreed Upon Discount	10%			(\$73,900.15)
Total Requested Fees				\$665,101.35
Blended Rate				\$459.32

EXHIBIT C

Interim Fees by Task by Professional

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit C: Fees By Task By Professional**

For the Period 6/13/2019 through 9/30/2019

Task Code	Hours	Fees
02. Case Administration		
A. Rosales	1.1	\$374.00
D. Walsh	33.5	\$12,562.50
E. Lord	2.5	\$625.00
J. Taber	38.3	\$17,809.50
M. Haverkamp	4.5	\$1,125.00
M. Shankweiler	18.7	\$18,606.50
R. Cohen	30.7	\$11,205.50
Totals for Task Code	129.3	\$62,308.00
03. Professional Retention		
E. Ordway	1.3	\$1,365.00
M. Haverkamp	9.6	\$2,400.00
M. Shankweiler	16.4	\$16,318.00
Totals for Task Code	27.3	\$20,083.00
05. Fee Application Preparation		
H. Mendez	23.5	\$3,525.00
M. Haverkamp	17.1	\$4,275.00
M. Shankweiler	1.3	\$1,293.50
R. Cohen	2.3	\$839.50
Totals for Task Code	44.2	\$9,933.00

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 9/30/2019 Period

Task Code	Hours	Fees
07. Interaction/Meetings with Debtors/Counsel		
D. Walsh	1.7	\$637.50
J. Taber	10.4	\$4,836.00
M. Haverkamp	11.4	\$2,850.00
M. Shankweiler	64.2	\$63,879.00
R. Cohen	25.8	\$9,417.00
Totals for Task Code	113.5	\$81,619.50
11. Claim Analysis/Accounting		
A. Dianderas	175.0	\$55,125.00
A. Ivanoff	4.0	\$600.00
C. Giancaspro	17.1	\$5,985.00
J. Taber	1.2	\$558.00
M. Haverkamp	25.2	\$6,300.00
M. Kelly	13.0	\$1,950.00
M. Naik	97.6	\$34,160.00
M. Shankweiler	223.4	\$222,283.00
M. Yastrebova	98.3	\$30,964.50
R. Cohen	347.1	\$126,691.50
Totals for Task Code	1,001.9	\$484,617.00
15. Travel Time		
J. Taber	7.5	\$3,487.50
M. Haverkamp	10.0	\$2,500.00
M. Shankweiler	10.5	\$10,447.50
R. Cohen	11.5	\$4,197.50
Totals for Task Code	39.5	\$20,632.50

Task Code	Hours	Fees
19. Cash Flow/Cash Management Liquidity		
A. Dianderas	0.9	\$283.50
M. Shankweiler	6.0	\$5,970.00
R. Cohen	11.8	\$4,307.00
Totals for Task Code	18.7	\$10,560.50
31. Planning		
D. Walsh	1.0	\$375.00
J. Taber	1.1	\$511.50
M. Haverkamp	7.0	\$1,750.00
M. Shankweiler	18.0	\$17,910.00
R. Cohen	9.3	\$3,394.50
Totals for Task Code	36.4	\$23,941.00
32. Document Review		
A. Villarreal Moran	1.0	\$300.00
D. Posada Hernandez	7.5	\$1,687.50
M. Haverkamp	5.0	\$1,250.00
M. Shankweiler	21.3	\$21,193.50
R. Cohen	2.4	\$876.00
Totals for Task Code	37.2	\$25,307.00
Total	1,448.0	\$739,001.50

EXHIBIT E

Interim Expenses by Category

The Financial Oversight and Management**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit E: Expenses By Category**

For the Period 6/13/2019 through 9/30/2019

Expense Category	Amount
01. Travel - Airline	\$4,615.70
02. Travel - Train and Bus	\$5.00
03. Travel - Taxi	\$1,325.23
08. Travel - Hotel/Lodging	\$2,454.41
10. Meals	\$734.13
11. Telephone, Fax and Internet	\$40.00
Total Expenses for the Period 6/13/2019 through 9/30/2019	\$9,174.47

EXHIBIT G

Monthly Fee Statements

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:)	
)	
THE FINANCIAL OVERSIGHT AND	)	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	)	Title III
)	
as representative of)	
	)	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,)	
	)	(Jointly Administered)
Debtors ¹)	

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of
PUERTO RICO ELECTRIC POWER AUTHORITY
("PREPA"),

Debtor.

PROMESA
Title III

Case No. 17 BK 4780-LTS

COVER SHEET TO FIRST MONTHLY FEE APPLICATION OF BERKELEY RESEARCH GROUP, LLC FOR PAYMENT OF COMPENSATION RENDERED AND REIMBURSEMENT OF EXPENSES FOR CONSULTING SERVICES TO THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD OF PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO ELECTRIC POWER AUTHORITY (“PREPA”) FOR THE PERIOD FROM JUNE 13, 2019 THROUGH JULY 31, 2019

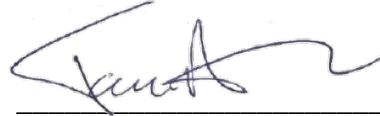
¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.).

Name of Applicant:	Berkeley Research Group, LLC (“ <u>BRG</u> ”)
Authorized to Provide Professional Services to:	Financial Oversight and Management Board of Puerto Rico
Services Rendered to:	Puerto Rico Electric Power Authority (“ <u>PREPA</u> ”)
Period for which compensation and reimbursement for fees and services is sought:	June 13, 2019 through July 31, 2019
Amount of compensation sought as actual, reasonable and necessary:	\$292,227.75
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$5,110.27
This is a(n): <u> X </u> Monthly <u> </u> Interim <u> </u> Final application	

This is BRG’s first monthly fee application filed in this case

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for June 13, 2019 through July 31, 2019.

A handwritten signature in dark ink, appearing to read 'Jaime A. El Koury', is positioned above a horizontal line.

Jaime A. El Koury
General Counsel to the Financial
Oversight and Management Board of
Puerto Rico

On _____, 2019 Sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Co-Counsel for AAFAF

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Attn: John J. Rapisardi, Esq.
Suzanne Uhland, Esq.
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC
MCS Plaza, Suite 500
255 Ponce de León Ave
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.
Carolina Velaz-Rivero, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

Co-Counsel for the Official Committee of Unsecured

Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC
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Alberto J. E. Añeses Negrón, Esq.
Central Accounting

Co-Counsel for the Fee Examiner

Godfrey & Kahn S.C.
One East Main Street Suite 500
Attn: Katherine Stadler
Madison, WI 53703

EDGE Legal Strategies, PSC Secretary of the Treasury
252 Ponce de León Avenue
Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo

Co-Counsel for U.S. Bank National Association

Maslon LLP
90 South Seventh Street, Suite 3300
Minneapolis, MN 55402
Attn: Clark T. Whitmore, Esq.,
William Z. Pentelvitich, Esq.,
John T. Duffey, Esq.,
Jason M. Reed, Esq.

Rivera, Tulla & Ferrer, LLC
50 Quisqueya Street
San Juan, PR 00917
Attn: Eric A. Tulla, Esq.,
Iris J. Caberera- Gomez, Esq.

Fee Examiner (email service only per request):

Godfrey & Kahn S.C.
Attn: Brady C. Williamson
bwilliam@gklaw.com

Summary of Professional Fees for the Period June 13, 2019 through July 31, 2019

Puerto Rico Electric Power Authority

TaskCode	Hours	Fees
02. Case Administration	105.6	\$ 51,260.50
03. Professional Retention	26.3	19,833.00
05. Fee Application Preparation	3.2	1,172.50
07. Interaction/Meetings with Debtors/Counsel	71.7	47,812.50
11. Claim Analysis/Accounting	299.2	140,089.00
15. Travel Time	32.6	16,287.00
19. Cash Flow/Cash Management Liquidity	18.3	10,162.50
31. Planning	31.4	20,037.00
32. Document Review	29.9	18,043.50
Total	618.2	\$ 324,697.50
<i>Agreed Upon Discount</i>	<i>10%</i>	<i>32,469.75</i>
Total Requested Fees		\$ 292,227.75

Professional	Title	Billing Rate	Hours	Fees
A. Dianderas	Senior Associate	\$ 315.00	85.2	26,838.00
A. Villarreal Moran	Senior Associate	\$ 300.00	1.0	300.00
D. Posada Hernandez	Associate	\$ 225.00	7.5	\$ 1,687.50
D. Walsh	Senior Managing Consultant	\$ 375.00	30.5	11,437.50
E. Ordway	Managing Director	\$ 1,050.00	1.3	1,365.00
J. Taber	Senior Managing Consultant	\$ 465.00	47.7	22,180.50
M. Haverkamp	Case Manager	\$ 250.00	55.8	13,950.00
M. Shankweiler	Managing Director	\$ 995.00	168.7	167,856.50
M. Yastrebova	Senior Associate	\$ 315.00	28.0	8,820.00
R. Cohen	Consultant	\$ 365.00	192.5	70,262.50
Total			618.2	\$ 324,697.50
<i>Agreed Upon Discount</i>	<i>10%</i>			<i>32,469.75</i>
Total Requested Fees				\$ 292,227.75

Summary of Expenses for the Period June 13, 2019 through July 31, 2019

Puerto Rico Electric Power Authority

Expense Category	Amount
01. Travel - Airline	\$ 2,719.10
03. Travel - Taxi	732.62
08. Travel - Hotel/Lodging	1,200.00
10. Meals	438.55
11. Telephone, Fax and Internet	20.00
Total Expenses for the Period	\$ 5,110.27

BRG hereby requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order, as amended, (payment of ninety percent (90%) of the compensation sought, in the amount of \$263,004.98, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$5,110.27) in the total amount of \$268,115.25.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Berkeley Research Group, LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Mark Shankweiler

Mark Shankweiler
Managing Director
Berkeley Research Group, LLC
810 Seventh Avenue, Suite 4100
New York, NY 10019
(212) 782-1431
mshankweiler@thinkbrg.com

EXHIBITS

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit A: Fees By Task Code**

For the Period 6/13/2019 through 7/31/2019

Task Code	Hours	Fees
02. Case Administration	105.6	\$51,260.50
03. Professional Retention	26.3	\$19,833.00
05. Fee Application Preparation	3.2	\$1,172.50
07. Interaction/Meetings with Debtors/Counsel	71.7	\$47,812.50
11. Claim Analysis/Accounting	299.2	\$140,089.00
15. Travel Time	32.6	\$16,287.00
19. Cash Flow/Cash Management Liquidity	18.3	\$10,162.50
31. Planning	31.4	\$20,037.00
32. Document Review	29.9	\$18,043.50
Total	618.2	\$324,697.50
Agreed Upon Discount	10%	(\$32,469.75)
Total Requested Fees		\$292,227.75
Blended Rate		\$472.71

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit B: Fees By Professional**

For the Period 6/13/2019 through 7/31/2019

Professional	Title	Billing Rate	Hours	Fees
A. Dianderas	Senior Associate	\$315.00	85.2	\$26,838.00
A. Villarreal Moran	Senior Associate	\$300.00	1.0	\$300.00
D. Posada Hernandez	Associate	\$225.00	7.5	\$1,687.50
D. Walsh	Senior Managing Consultant	\$375.00	30.5	\$11,437.50
E. Ordway	Managing Director	\$1,050.00	1.3	\$1,365.00
J. Taber	Senior Managing Consultant	\$465.00	47.7	\$22,180.50
M. Haverkamp	Case Manager	\$250.00	55.8	\$13,950.00
M. Shankweiler	Managing Director	\$995.00	168.7	\$167,856.50
M. Yastrebova	Senior Associate	\$315.00	28.0	\$8,820.00
R. Cohen	Consultant	\$365.00	192.5	\$70,262.50
Total			618.2	\$324,697.50
Agreed Upon Discount			10%	(\$32,469.75)
Total Requested Fees				\$292,227.75
Blended Rate				\$472.71

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit C: Fees By Task By Professional**

For the Period 6/13/2019 through 7/31/2019

Task Code	Hours	Fees
02. Case Administration		
D. Walsh	27.8	\$10,425.00
J. Taber	27.5	\$12,787.50
M. Haverkamp	4.5	\$1,125.00
M. Shankweiler	16.2	\$16,119.00
R. Cohen	29.6	\$10,804.00
Totals for Task Code	105.6	\$51,260.50
03. Professional Retention		
E. Ordway	1.3	\$1,365.00
M. Haverkamp	8.6	\$2,150.00
M. Shankweiler	16.4	\$16,318.00
Totals for Task Code	26.3	\$19,833.00
05. Fee Application Preparation		
M. Haverkamp	2.7	\$675.00
M. Shankweiler	0.5	\$497.50
Totals for Task Code	3.2	\$1,172.50
07. Interaction/Meetings with Debtors/Counsel		
D. Walsh	1.7	\$637.50
J. Taber	10.4	\$4,836.00
M. Haverkamp	10.0	\$2,500.00

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 7/31/2019 Period

Task Code	Hours	Fees
07. Interaction/Meetings with Debtors/Counsel		
M. Shankweiler	34.5	\$34,327.50
R. Cohen	15.1	\$5,511.50
Totals for Task Code	71.7	\$47,812.50
11. Claim Analysis/Accounting		
A. Dianderas	84.3	\$26,554.50
J. Taber	1.2	\$558.00
M. Haverkamp	8.0	\$2,000.00
M. Shankweiler	59.2	\$58,904.00
M. Yastrebova	28.0	\$8,820.00
R. Cohen	118.5	\$43,252.50
Totals for Task Code	299.2	\$140,089.00
15. Travel Time		
J. Taber	7.5	\$3,487.50
M. Haverkamp	10.0	\$2,500.00
M. Shankweiler	7.6	\$7,562.00
R. Cohen	7.5	\$2,737.50
Totals for Task Code	32.6	\$16,287.00
19. Cash Flow/Cash Management Liquidity		
A. Dianderas	0.9	\$283.50
M. Shankweiler	5.6	\$5,572.00
R. Cohen	11.8	\$4,307.00
Totals for Task Code	18.3	\$10,162.50
31. Planning		
D. Walsh	1.0	\$375.00

Task Code	Hours	Fees
31. Planning		
J. Taber	1.1	\$511.50
M. Haverkamp	7.0	\$1,750.00
M. Shankweiler	14.7	\$14,626.50
R. Cohen	7.6	\$2,774.00
Totals for Task Code	31.4	\$20,037.00
32. Document Review		
A. Villarreal Moran	1.0	\$300.00
D. Posada Hernandez	7.5	\$1,687.50
M. Haverkamp	5.0	\$1,250.00
M. Shankweiler	14.0	\$13,930.00
R. Cohen	2.4	\$876.00
Totals for Task Code	29.9	\$18,043.50
Total	618.2	\$324,697.50
Blended Rate		\$525.23

EXHIBIT D

Monthly Time Detail

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit D: Time Detail**

For the Period 6/13/2019 through 7/31/2019

Date	Professional	Hours	Description
02. Case Administration			
6/13/2019	M. Haverkamp	0.9	Reviewed claims reconciliation database structure.
6/17/2019	M. Shankweiler	1.7	Reviewed development of database required to monitor and manage claims.
6/17/2019	D. Walsh	1.5	Researched auto-translation field options and custom event-handler configuration.
6/17/2019	M. Shankweiler	1.0	Participated in call with BRG (D. Walsh) regarding database setup.
6/17/2019	D. Walsh	1.0	Participated in call with BRG (M. Shankweiler) regarding database setup.
6/17/2019	M. Haverkamp	0.6	Reviewed various supplemental data storage methodologies given various data necessary to integration.
6/19/2019	M. Shankweiler	2.9	Reviewed customized database for monitoring and reconciliation of claims.
6/19/2019	M. Shankweiler	2.1	Reviewed claims filed to establish fields required for claims and resolution.
6/19/2019	D. Walsh	0.9	Updated reviewer coding fields and field choice options.
6/20/2019	R. Cohen	2.9	Prepared outline for structure of database to manage claims.
6/20/2019	R. Cohen	1.9	Continued to prepare outline for structure of database to manage claims.
6/21/2019	D. Walsh	1.0	Created new coding panels for new reviewer coding fields.
6/21/2019	D. Walsh	1.0	Created new database fields to store claims data.
6/24/2019	D. Walsh	1.2	Created new database fields and update corresponding review panel.
6/24/2019	D. Walsh	0.8	Participated in call with BRG (M. Shankweiler, R. Cohen) and Ankura (S. Rinaldi).
6/25/2019	R. Cohen	2.1	Analyzed structure of claims reconciliation database.

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 7/31/2019 Period

Date	Professional	Hours	Description
02. Case Administration			
6/25/2019	R. Cohen	1.8	Determined which categories of the claims register will be downloaded into claims reconciliation database.
6/25/2019	D. Walsh	1.0	Constructed query to mass download all claims PDF files.
6/25/2019	M. Haverkamp	0.7	Reviewed database load requirements in light of data received from Ankura, Epiq.
6/25/2019	D. Walsh	0.5	Continued creating fields and coding panels.
6/25/2019	D. Walsh	0.5	Reset user account.
6/25/2019	M. Haverkamp	0.4	Reviewed claims register re: database links.
6/25/2019	M. Haverkamp	0.4	Reviewed database load potential issues and additional data required.
6/26/2019	D. Walsh	1.0	Transferred claims PDF files to staging server and configured, processed and imported claim PDF files into database.
6/26/2019	D. Walsh	1.0	Wrote windows batch update script to rename all claim file names from auto-generated values to claim number.
6/26/2019	M. Shankweiler	0.8	Directed BRG team in refinement of claims database.
6/26/2019	D. Walsh	0.5	Cloned PREPA test database to new live environment.
6/26/2019	D. Walsh	0.5	Conducted quality control check on download results from Prime Clerk.
6/27/2019	D. Walsh	2.0	Conducted quality control check on imported data.
6/27/2019	R. Cohen	1.9	Reviewed proof of claim documents to see if any additional fields need to be added to claims database.
6/27/2019	M. Shankweiler	1.4	Reviewed modifications to claims database based on latest analysis of claims.
6/27/2019	D. Walsh	1.0	Overlaid claim number values to new claim number field.
6/27/2019	J. Taber	0.4	Reviewed database updates to claims database workspace to verify efficacy.
6/28/2019	D. Walsh	1.5	Created and/or updated database fields.
6/28/2019	M. Shankweiler	0.6	Reviewed claims database structure.
6/28/2019	R. Cohen	0.5	Reviewed structure of claims reconciliation database.
6/29/2019	D. Walsh	1.5	Created and/or updated database fields.

Date	Professional	Hours	Description
02. Case Administration			
7/1/2019	R. Cohen	2.9	Reviewed proof of claim documents to determine if database needs more functionality.
7/1/2019	R. Cohen	2.4	Continued to review proof of claim documents to determine if database needs more functionality.
7/1/2019	R. Cohen	1.8	Prepared a presentation with guidelines for the claims reconciliation database.
7/1/2019	M. Shankweiler	1.8	Reviewed revised database functionality based on recent customizations for PREPA-specific issues.
7/1/2019	R. Cohen	1.1	Participated in call with D. Walsh, M. Shankweiler, M. Haverkamp to review claims reconciliation database.
7/1/2019	M. Haverkamp	1.1	Participated in call with D. Walsh, M. Shankweiler, R. Cohen to review current claims database structure and determine any additional necessary fields or field changes.
7/1/2019	M. Shankweiler	1.1	Participated in call with D. Walsh, R. Cohen, M. Haverkamp to review revised database functionality based on recent customizations for PREPA-specific issues.
7/1/2019	D. Walsh	1.1	Participated in call with M. Shankweiler, M. Haverkamp, and R. Cohen re: claims database
7/1/2019	D. Walsh	0.9	Continued updates of database fields.
7/2/2019	R. Cohen	2.7	Reviewed claims database to develop a more accurate list of claim types.
7/2/2019	D. Walsh	0.5	Configured post-processing deduplication application and fields.
7/2/2019	D. Walsh	0.5	Created structured analytics sets for near duplicate analysis.
7/2/2019	D. Walsh	0.5	Overlaid POC claim filing status and claim number values data into database.
7/2/2019	D. Walsh	0.5	Reviewed results of analytics and duplication tests.
7/2/2019	D. Walsh	0.5	Updated custom field settings and corresponding review panels.
7/2/2019	R. Cohen	0.4	Reviewed changes to claims database.
7/3/2019	D. Walsh	1.0	Concatenated creditor address fields, overplayed results into new combined creditor address field.
7/3/2019	D. Walsh	1.0	Created export of all new fields and conducted quality control check of fields and values.
7/8/2019	J. Taber	2.8	Conducted updates of fields, choices, and layout in claims database.

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Date	Professional	Hours	Description
02. Case Administration			
7/8/2019	R. Cohen	1.6	Updated claims reconciliation database.
7/8/2019	J. Taber	1.3	Prepared claims database updates regarding downloading options and user accessibility.
7/8/2019	J. Taber	0.8	Reviewed claims database updates regarding duplicate and amended claims.
7/8/2019	M. Haverkamp	0.4	Reviewed database updates ahead of meetings with PREPA.
7/9/2019	J. Taber	2.7	Composed and tested additional fields, choices, and layouts in the claims database.
7/9/2019	J. Taber	1.9	Prepared claims database for demonstration at PREPA offices, including performing relevant testing.
7/9/2019	J. Taber	0.6	Analyzed and escalated overlay system effects to the claims database.
7/10/2019	J. Taber	0.6	Built additional fields and layouts in the claims database.
7/11/2019	D. Walsh	0.5	Created new user profiles for claims reconciliation database.
7/12/2019	J. Taber	0.8	Configured individual user account access to claims database for one internal user and five external users.
7/12/2019	J. Taber	0.7	Built additional fields and layouts in claims database.
7/12/2019	J. Taber	0.4	Coordinated building of additional layout to adjoin supporting documents to claims database.
7/12/2019	J. Taber	0.4	Reviewed claims database update task list.
7/15/2019	J. Taber	0.7	Rectified claims database anomalies.
7/16/2019	J. Taber	0.4	Composed and assigned task list for claims database updates.
7/16/2019	J. Taber	0.4	Reviewed claims database issues related to field population.
7/16/2019	M. Shankweiler	0.4	Reviewed updated claims resolution interface.
7/16/2019	J. Taber	0.3	Reviewed conference call updates and additional tasks.
7/16/2019	J. Taber	0.2	Coordinated Microsoft SharePoint site with Debtors' IT team (F. Ortiz).
7/16/2019	J. Taber	0.2	Generated daily audit log of changes to claims database.
7/17/2019	D. Walsh	0.9	Updated coding fields and panels per reviewer request.
7/17/2019	J. Taber	0.3	Reviewed status of technical tasks relating to PREPA claims database.

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Date	Professional	Hours	Description
02. Case Administration			
7/17/2019	J. Taber	0.2	Coordinated access to PREPA SharePoint site.
7/17/2019	J. Taber	0.2	Generated daily audit log of changes to claims database.
7/18/2019	J. Taber	0.8	Coordinated and implemented technical resolutions to ongoing database tasks.
7/18/2019	M. Shankweiler	0.8	Directed BRG technical team re: revisions required to database to capture PREPA specific claims information.
7/18/2019	M. Shankweiler	0.6	Reviewed updated interface for claims resolution.
7/18/2019	D. Walsh	0.5	Confirmed user and group database permission settings for image review.
7/18/2019	D. Walsh	0.5	Created OCR set and generated OCR text for all TIFF image files.
7/18/2019	D. Walsh	0.5	Created TIFF images of all database records.
7/18/2019	J. Taber	0.4	Generated credentials and database access to claims database for additional Proskauer users (A. Friedman and L. Stafford).
7/18/2019	J. Taber	0.2	Generated daily audit log of changes to claims database.
7/18/2019	J. Taber	0.1	Updated task tracking spreadsheet for claims database updates.
7/19/2019	R. Cohen	2.7	Revised fields of claim database to improve tracking efforts.
7/19/2019	J. Taber	1.4	Conducted updates of user permissions in the claims database to provide limited access to fields and layouts pertinent to each user group (PREPA and Proskauer).
7/19/2019	J. Taber	1.3	Provided technical support to claims database questions for multiple internal users.
7/19/2019	R. Cohen	1.1	Continued to revise fields of claim database to improve tracking efforts.
7/19/2019	J. Taber	0.6	Generated credentials and coordinated claims database access for six additional PREPA users (including F. Rodriguez, J. Rios, and M. Cordero).
7/19/2019	J. Taber	0.2	Generated daily audit log of changes to claims database.
7/19/2019	J. Taber	0.1	Responded to D. Sanchez's user access request.
7/22/2019	R. Cohen	1.8	Downloaded new claims into claims database.
7/22/2019	J. Taber	1.5	Uploaded and OCR'd claims database load files, utilizing desktop client to parse data for ingestion.

Date	Professional	Hours	Description
02. Case Administration			
7/22/2019	J. Taber	0.2	Generated daily audit log for claims database.
7/22/2019	J. Taber	0.2	Provided claims database technical support to Debtors' employee (D. Sanchez).
7/22/2019	J. Taber	0.2	Provided technical support to Debtors' employee (D. Sanchez) regarding claims database access.
7/23/2019	J. Taber	0.2	Generated daily audit log for claims database.
7/24/2019	M. Shankweiler	1.0	Coordinated revisions to database based on discussions with Proskauer and Prime Clerk.
7/25/2019	J. Taber	0.8	Provided technical support to claims database user experiencing access errors.
7/25/2019	J. Taber	0.2	Generated daily audit log for claims database.
7/26/2019	J. Taber	1.4	Created and assigned batches to PREPA employees in the claims database for claims associated with litigation and employees.
7/26/2019	J. Taber	0.2	Generated daily audit log for claims database.
7/27/2019	J. Taber	0.2	Coordinated technical support for claims database with L. Stafford.
7/29/2019	J. Taber	0.4	Created two additional user accounts and access permissions for claims database.
7/29/2019	J. Taber	0.2	Generated daily audit log for claims database.
7/30/2019	J. Taber	0.2	Generated daily audit log for claims database.
7/31/2019	J. Taber	0.2	Generated daily audit log for PREPA claims database.
Task Code Total Hours		105.6	

03. Professional Retention

6/13/2019	M. Shankweiler	2.1	Prepared retention-related documents.
6/13/2019	M. Haverkamp	1.5	Reviewed professionals retention and billing documents in preparation for developing BRG's own.
6/13/2019	M. Shankweiler	1.4	Reviewed retention policies for retention by Title III entities.
6/14/2019	M. Shankweiler	2.7	Prepared retention documents.
6/14/2019	M. Shankweiler	0.7	Continued to prepare retention documents.

Date	Professional	Hours	Description
03. Professional Retention			
6/14/2019	M. Shankweiler	0.2	Participated in call with M. Haverkamp on PREPA retention document preparation.
6/14/2019	M. Haverkamp	0.2	Participated in call with M. Shankweiler on PREPA retention document preparation.
6/17/2019	M. Shankweiler	0.9	Reviewed retention documents.
6/17/2019	M. Haverkamp	0.2	Prepared retention document package.
6/19/2019	M. Haverkamp	1.1	Reviewed BRG engagement agreement for bankruptcy rule compliance.
6/19/2019	M. Shankweiler	0.7	Reviewed latest draft of engagement letter.
7/3/2019	M. Shankweiler	0.8	Reviewed revised engagement letter and list of potential conflicts.
7/5/2019	M. Shankweiler	0.6	Reviewed revised engagement letter and list of potential conflicts.
7/9/2019	E. Ordway	0.3	Reviewed proposed engagement documents.
7/9/2019	M. Haverkamp	0.2	Reviewed updated parties in interest list for conflict check.
7/22/2019	M. Shankweiler	0.7	Reviewed latest list of interested parties related to disclosure requirements for retention.
7/22/2019	E. Ordway	0.5	Reviewed proposed engagement documents.
7/22/2019	M. Haverkamp	0.2	Edited parties in interest list for engagement letter disclosures.
7/23/2019	M. Shankweiler	1.4	Reviewed latest draft of engagement letter received from Proskauer.
7/23/2019	M. Haverkamp	0.2	Followed up on necessary updates to engagement letter.
7/25/2019	M. Haverkamp	2.3	Updated parties in interest list per Counsel.
7/25/2019	M. Shankweiler	0.6	Reviewed updated list of interest parties for purposes of identifying potential conflicts for engagement letter.
7/26/2019	M. Haverkamp	0.4	Reviewed updated draft engagement letter, contractor agreement and appendices.
7/29/2019	M. Shankweiler	0.8	Reviewed latest list of potential conflicts based on July 1 interested list provided by Proskauer.
7/29/2019	M. Shankweiler	0.5	Coordinated with Proskauer (M. Zerjal) re: retention issues.
7/29/2019	M. Haverkamp	0.5	Finalized engagement letter package, including disclosures for submission to Counsel.

Date	Professional	Hours	Description
03. Professional Retention			
7/31/2019	M. Haverkamp	1.8	Updated engagement agreement for expert and legal comments.
7/31/2019	M. Shankweiler	1.2	Reviewed retention related issues identified by Proskauer as it relates to interest parties.
7/31/2019	M. Shankweiler	0.9	Reviewed final draft of engagement letter.
7/31/2019	E. Ordway	0.5	Reviewed proposed engagement documents.
7/31/2019	M. Shankweiler	0.2	Held discussion with Proskauer (M. Zerjal) re: open issues related to retention documents.
Task Code Total Hours		26.3	
05. Fee Application Preparation			
6/20/2019	M. Shankweiler	0.5	Reviewed order regarding interim compensation.
6/28/2019	M. Haverkamp	0.2	Reviewed timekeeping procedures and billing requirements for Puerto Rico bankruptcy.
7/31/2019	M. Haverkamp	1.3	Reviewed PREPA fee application guidelines.
7/31/2019	M. Haverkamp	1.2	Researched PREPA fee application guidelines.
Task Code Total Hours		3.2	
07. Interaction/Meetings with Debtors/Counsel			
6/17/2019	M. Shankweiler	0.8	Developed detailed agenda for meeting with Counsel to Oversight Board.
6/19/2019	M. Shankweiler	0.8	Revised discussion outline for meeting with Proskauer (E. Barak) to discuss next steps based on call with A&M.
6/19/2019	M. Shankweiler	0.6	Participated in call with A&M (J. Herriman) to coordinate and facilitate reconciliation efforts.
6/19/2019	M. Haverkamp	0.6	Participated in call with J. Herriman (A&M) re: PR bankruptcy claims reconciliation practices and reporting.
6/19/2019	D. Walsh	0.6	Participated in call with J. Herriman (Alvarez & Marsal) regarding PREPA matter.
6/24/2019	R. Cohen	0.8	Participated in a call with Ankura (S. Rinaldi) re: introductory call.
6/25/2019	M. Shankweiler	1.4	Developed detailed questions for initial meeting with PREPA Management.
6/26/2019	M. Shankweiler	0.9	Prepared for call with PREPA Management.

Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
6/26/2019	M. Haverkamp	0.7	Reviewed claims register provided by Epiq to develop questions for Debtor and claims agent related thereto.
6/26/2019	M. Haverkamp	0.6	Reviewed as-filed creditor list, and electronic schedule thereof, to develop questions for Debtor and claims agent related thereto.
6/26/2019	M. Shankweiler	0.5	Documented issues related to reconciliation for discussion with Counsel.
6/27/2019	M. Shankweiler	0.9	Developed detailed questions for PREPA Management based on initial call with D. Sanchez.
6/27/2019	M. Haverkamp	0.7	Participated in call with S. Rinaldi (Ankura) and D. Sanchez (PREPA) re: information requests and coordination with PREPA on claims reconciliation.
6/27/2019	R. Cohen	0.7	Participated on a call with Epiq (B. Karpuk) re: claims register.
6/27/2019	R. Cohen	0.7	Participated on a call with PREPA (D. Sanchez) and Ankura (S. Rinaldi) re: introductory call.
6/27/2019	M. Haverkamp	0.4	Reviewed information request and question list for Debtors.
6/27/2019	M. Haverkamp	0.3	Reviewed materials in advance of call with PREPA.
6/27/2019	M. Haverkamp	0.1	Reviewed next steps following call with PREPA.
6/28/2019	M. Shankweiler	1.7	Developed questions for PREPA Management re: claims identification status.
6/28/2019	M. Shankweiler	1.1	Developed questions for Counsel (Proskauer) re: claims reconciliation status to date.
6/28/2019	M. Haverkamp	0.1	Reviewed updated information request and question list for Debtors.
7/1/2019	M. Haverkamp	1.2	Commented on question list for Counsel regarding initial review of claim types and court documents.
7/1/2019	M. Shankweiler	0.6	Prepared correspondence with Counsel (Proskauer) based on analysis of claims register.
7/3/2019	M. Shankweiler	0.8	Drafted memo for upcoming meeting with PREPA Management re: claims reconciliation process issues.
7/9/2019	M. Shankweiler	2.0	Revised list of issues concerning PREPA claims reconciliation efforts for discussion with Counsel.
7/9/2019	M. Shankweiler	1.4	Prepared presentation outline for discussion with PREPA Management re: reconciliation process.

Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
7/9/2019	M. Shankweiler	0.8	Coordinated with PREPA Management (D. Sanchez) re: meetings to be held with reconciliation team.
7/9/2019	M. Shankweiler	0.6	Call with E. Barak (Proskauer) and M. DiConza (O'Melveny) re: reconciliation issues identified during review of claims.
7/9/2019	M. Haverkamp	0.6	Held call with Counsel (M. DiConza, E. Barak) re: PREPA RSA and bar date order.
7/10/2019	M. Shankweiler	2.7	Prepared for meetings with PREPA Management re: claims reconciliation overview and process.
7/10/2019	J. Taber	2.2	Demonstrated claims database with PREPA executives (D. Sanchez, L. Santa, and J. Roque) and Ankura (S. Rinaldi).
7/10/2019	M. Shankweiler	2.2	Met with Ankura (S. Rinaldi) and PREPA Management (J. Roque) to discuss claims reconciliation process issues.
7/10/2019	R. Cohen	2.2	Participated in a meeting with PREPA (J. Roque and D. Sanchez) re: introduction to claims reconciliation process.
7/10/2019	R. Cohen	0.5	Prepared for meetings with PREPA Management re: claims reconciliation process.
7/11/2019	R. Cohen	2.9	Continued to participate in a meeting with PREPA (D. Sanchez) re: introduction to claims reconciliation process.
7/11/2019	R. Cohen	2.9	Participated in a meeting with PREPA (D. Sanchez) re: introduction to claims reconciliation process.
7/11/2019	M. Shankweiler	2.5	Continued to meet with PREPA Management (D. Sanchez, J. Roque) re: claims reconciliation overview and process.
7/11/2019	M. Shankweiler	2.5	Continued to meet with PREPA Management (D. Sanchez, J. Roque) re: claims reconciliation overview and process.
7/11/2019	J. Taber	2.5	Demonstrated claims database at PREPA headquarters with D. Sanchez.
7/11/2019	M. Haverkamp	2.5	Participated in meeting with PREPA (J. Roque, D. Sanchez) re: initial document requests, lease claims, and allocation of PREPA resources to support claims reconciliation process.
7/11/2019	J. Taber	2.2	Continued claims database demonstration with Ankura (S. Rinaldi) and PREPA (D. Sanchez).
7/11/2019	M. Haverkamp	2.2	Participated in meeting with D. Sanchez re: contacts for various claim types and additional information requests.
7/11/2019	J. Taber	1.3	Continued claims database demonstration with PREPA officials (D. Sanchez, L. Santa, M. Thys).

Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
7/11/2019	M. Shankweiler	1.0	Met with PREPA Management (D. Sanchez, J. Roque) re: claims reconciliation overview and process.
7/11/2019	M. Shankweiler	1.0	Prepared presentation for meeting with PREPA Management related to claims reconciliation for trade claims.
7/11/2019	M. Shankweiler	0.3	Held discussion with E. Barak (Proskauer) re: update on visit with PREPA Management on case issues.
7/11/2019	R. Cohen	0.2	Continued to participate in a meeting with PREPA (D. Sanchez) re: introduction to claims reconciliation process.
7/15/2019	M. Shankweiler	0.4	Participated in call with Epiq (B. Karpuk) re: data set identified as potential objections.
7/15/2019	R. Cohen	0.4	Participated on a call with Epiq (B. Karpuk) re: claims register and reconciliation report.
7/16/2019	M. Shankweiler	1.5	Participated in call with Proskauer (E. Barak, L. Stafford) re: claims management/reconciliation issues.
7/16/2019	R. Cohen	1.5	Participated on a call with Proskauer (E. Barak, L. Stafford) re: reconciliation issues.
7/16/2019	M. Shankweiler	1.1	Participated in call with PREPA Management and IT group (D. Sanchez, V. Lopez, F. Ramos) regarding claims reconciliation issues.
7/16/2019	J. Taber	1.1	Participated in conference call and demonstration re: claims database with PREPA executives (D. Sanchez, J. Archilla, and F. Ortiz).
7/16/2019	D. Walsh	1.1	Participated in PREPA/BRG IT discussion call with PREPA review team (J. Roque Torres, D. Sanchez, V. Melendez, F. Ortiz, J. Archilla).
7/16/2019	R. Cohen	1.1	Participated on a call with PREPA (D. Sanchez) re: data requests.
7/16/2019	J. Taber	0.4	Prepared demonstration materials and review procedures in advance of call with PREPA executives.
7/17/2019	M. Shankweiler	0.6	Participated in call with PREPA (D. Sanchez) re: process related reconciliation issues.
7/18/2019	M. Shankweiler	0.9	Participated in call with Proskauer (L. Stafford) re: claims resolution issues.
7/18/2019	J. Taber	0.7	Demonstrated the claims database to Proskauer (L. Stafford and A. Friedman).
7/24/2019	R. Cohen	0.8	Participated on a call with Prime Clerk (J. Berman) re: claims register and letters for further information.
7/26/2019	M. Shankweiler	0.4	Participated in call with PREPA Management re: CILT claims (D. Sanchez; J. Gandia).

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Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
7/26/2019	R. Cohen	0.4	Participated on a call with PREPA (J. Gandia) re: CILT related issues.
7/26/2019	M. Shankweiler	0.2	Held discussion with D. Sanchez re: claims review process issues.
7/29/2019	M. Shankweiler	0.4	Commented on correspondence to Proskauer re: progress report.
7/29/2019	M. Shankweiler	0.4	Prepared correspondence to Proskauer summarizing payments of creditors made by PREPA during post-petition period.
7/31/2019	M. Shankweiler	1.1	Drafted memo for PREPA Management re: cutoff issues and process steps in reconciling vendor claims in light of payment of pre-petition claims.
7/31/2019	M. Shankweiler	0.4	Held discussion with D. Sanchez re: cut-off issues related to trade vendor claims and payment of pre-petition invoices in ordinary course.
Task Code Total Hours		71.7	
11. Claim Analysis/Accounting			
6/14/2019	M. Shankweiler	1.8	Reviewed claims database.
6/17/2019	M. Shankweiler	0.6	Prepared initial correspondence with A&M (J. Herriman) to coordinate 'best practices' efforts.
6/19/2019	M. Haverkamp	0.2	Reviewed information gleaned from call with A&M to determine additional questions for kick off call with Proskauer and Epiq.
6/19/2019	M. Haverkamp	0.2	Reviewed next steps following initial call with Epiq and Proskauer.
6/20/2019	M. Shankweiler	1.6	Read bar date order and incorporated into claims resolution process.
6/21/2019	R. Cohen	0.8	Reviewed latest claims register.
6/21/2019	R. Cohen	0.5	Reviewed the original creditor list.
6/21/2019	R. Cohen	0.4	Prepared questions related to the latest claims register.
6/24/2019	R. Cohen	1.4	Analyzed original creditor list.
6/24/2019	M. Shankweiler	0.9	Reviewed master list of claims filed with court.
6/24/2019	M. Haverkamp	0.8	Participated in call with S. Rinaldi re: insights on PREPA and initial creditor list preparation.
6/24/2019	M. Shankweiler	0.8	Participated in introductory call with S. Rinaldi (Ankura).
6/24/2019	M. Shankweiler	0.8	Reviewed latest filed proofs of claims register provided by Epiq.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
6/24/2019	M. Haverkamp	0.4	Performed initial review of claims register and creditor list received from Epiq.
6/25/2019	M. Shankweiler	2.6	Reviewed master list of claims detail filed with court.
6/25/2019	R. Cohen	1.6	Prepared questions related to the claims register and schedules.
6/25/2019	M. Shankweiler	1.1	Reviewed claims register maintained by Prime Clerk.
6/26/2019	M. Shankweiler	1.4	Reviewed claims information received from Ankura.
6/27/2019	R. Cohen	2.2	Prepared a draft of a claims reconciliation process report for meeting with PREPA.
6/27/2019	M. Shankweiler	0.7	Participated in call with Epiq (B. Karpuk) re: claims register update process.
6/27/2019	M. Shankweiler	0.7	Participated in initial call with PREPA Management (D. Sanchez) and Ankura (S. Rinaldi) re: claims reconciliation process.
7/1/2019	M. Shankweiler	2.2	Reviewed proof of claims filed for bond parties not holders of PREPA bonds to determine strategy for resolving claims.
7/2/2019	M. Shankweiler	2.6	Reviewed proof of claims filed for bond parties not holders of PREPA bonds to determine strategy for resolving claims.
7/2/2019	R. Cohen	1.9	Reviewed proof of claim documents for various claim types to understand the supporting documentation included with such claims.
7/2/2019	R. Cohen	0.7	Prepared a schedule of all questions BRG has asked to Counsel and PREPA to date.
7/2/2019	R. Cohen	0.6	Prepared slides related to objection types for individuals who will be reconciling the claims.
7/3/2019	R. Cohen	1.6	Reviewed proof of claim documents.
7/3/2019	M. Haverkamp	0.4	Reviewed litigation claims review procedures.
7/8/2019	R. Cohen	1.7	Reviewed duplicate and amended claim report from Epiq.
7/8/2019	M. Shankweiler	1.1	Reviewed initial list of claims identified as duplicated/amended by Epiq.
7/8/2019	R. Cohen	0.3	Reviewed CUSIP data.
7/9/2019	R. Cohen	2.9	Continued to review proof of claim documents to determine if supporting detail was in English or Spanish.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/9/2019	R. Cohen	2.9	Reviewed proof of claim documents to determine if supporting detail was in English or Spanish.
7/9/2019	R. Cohen	2.2	Continued to review proof of claim documents to determine if supporting detail was in English or Spanish.
7/9/2019	M. Shankweiler	1.8	Reviewed proofs of claim detail related to employee claims in preparation for meeting with PREPA Management.
7/9/2019	M. Shankweiler	1.4	Reviewed A/P information for PREPA provided by Management to evaluate tie in between proofs of claim and company records.
7/9/2019	M. Shankweiler	0.9	Reviewed vendor proofs of claim and associated detail to optimize reconciliation efforts.
7/10/2019	M. Shankweiler	2.9	Reviewed claims filed by holders of non-PREPA bonds asserting constitutional grounds against PREPA.
7/10/2019	M. Haverkamp	2.2	Participated in meeting with PREPA (J. Roque, L. DeSanta, A. Rodriguez) and Ankura (S. Rinaldi) re: claims reconciliation process introduction and anticipated role of PREPA in same.
7/11/2019	M. Shankweiler	1.8	Researched claims filed asserting treatment as current expense under 1974 Trust Agreement as requested by Proskauer.
7/11/2019	M. Haverkamp	1.3	Participated in meeting with PREPA Finance, HR, and Legal teams (D. Sanchez, J. Costas, M. Cordero, J. Rios, L. Santa, J. Ruiz, G. Serrano) re: claims process overview, litigation, employee, and pension claims.
7/12/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/12/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/12/2019	R. Cohen	2.1	Continued to enter proof of claim details into claims reconciliation database.
7/12/2019	A. Dianderas	1.1	Reviewed claims overview presentation.
7/12/2019	A. Dianderas	1.0	Perused certain reviewed claims in database to learn claims process.
7/12/2019	M. Haverkamp	0.4	Reviewed issues list being prepared for Proskauer.
7/15/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/15/2019	A. Dianderas	2.9	Continued to review proof of claims to confirm information.
7/15/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/15/2019	A. Dianderas	2.9	Reviewed proof of claims to confirm information.

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Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/15/2019	M. Shankweiler	2.1	Reviewed claims identified as duplicative for potential objection.
7/15/2019	R. Cohen	1.7	Continued to enter proof of claim details into claims reconciliation database.
7/15/2019	A. Dianderas	1.3	Continued to review proof of claims to confirm information.
7/15/2019	R. Cohen	0.8	Reviewed download of duplicate and amended claims in the claims database.
7/15/2019	J. Taber	0.2	Reviewed communications from N. Kosinski of Epiq Global re: claims register additions.
7/16/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/16/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
7/16/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/16/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
7/16/2019	A. Dianderas	1.3	Continued to enter proof of claim info into claims reconciliation database.
7/17/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
7/17/2019	M. Shankweiler	2.9	Continued to reviewed supporting documents related to claims filed against PREPA which appear to be against other title III entities.
7/17/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/17/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
7/17/2019	M. Shankweiler	2.9	Reviewed supporting documents related to bond claims for holders of GO and PBA bonds.
7/17/2019	R. Cohen	2.7	Continued to enter proof of claim details into claims reconciliation database.
7/17/2019	M. Yastrebova	2.5	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/17/2019	R. Cohen	2.4	Prepared a list of parties for PREPA to confirm are in their systems.
7/17/2019	M. Shankweiler	2.0	Prepared documentation for Proskauer regarding basis of objection for certain bond claims.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/17/2019	A. Dianderas	0.5	Continued to enter proof of claim info into claims reconciliation database.
7/18/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/18/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
7/18/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/18/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
7/18/2019	M. Yastrebova	2.7	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/18/2019	M. Shankweiler	1.4	Reviewed proofs of claim identified by Epiq for objection as duplicative/amended claims.
7/18/2019	A. Dianderas	0.5	Continued to enter proof of claim info into claims reconciliation database.
7/18/2019	M. Shankweiler	0.4	Prepared correspondence for D. Sanchez re: reconciliation process issues and coordination with PREPA team.
7/19/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/19/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
7/19/2019	M. Shankweiler	2.2	Reviewed claims database input by staff for consistency and conformity.
7/19/2019	A. Dianderas	2.1	Entered proof of claim info into claims reconciliation database.
7/19/2019	M. Shankweiler	1.9	Reviewed claims detail to confirm validity of those claims identified as duplicative.
7/19/2019	M. Yastrebova	1.2	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/22/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/22/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/22/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/22/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
7/22/2019	R. Cohen	1.9	Continued to enter proof of claim details into claims reconciliation database.
7/22/2019	M. Shankweiler	1.8	Reviewed claims against PREPA related to bonds held by other Title III entities.
7/22/2019	A. Dianderas	1.6	Continued to enter proof of claim info into claims reconciliation database.
7/22/2019	M. Yastrebova	1.2	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/23/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/23/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/23/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/23/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
7/23/2019	R. Cohen	2.6	Continued to enter proof of claim details into claims reconciliation database.
7/23/2019	M. Yastrebova	1.5	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/23/2019	A. Dianderas	1.3	Continued to enter proof of claim info into claims reconciliation database.
7/23/2019	M. Shankweiler	0.2	Prepared correspondence with Prime Clerk re: claims register modifications.
7/24/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/24/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/24/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 7/31/2019 Period

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/24/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/24/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
7/24/2019	M. Shankweiler	2.2	Reviewed claims identified for potential objection as prepared by staff.
7/24/2019	R. Cohen	1.4	Continued to enter proof of claim details into claims reconciliation database.
7/24/2019	M. Haverkamp	0.9	Updated parties in interest list for revisions from Counsel.
7/24/2019	A. Dianderas	0.8	Continued to enter proof of claim info into claims reconciliation database.
7/24/2019	M. Haverkamp	0.8	Participated in call with J. Berman, Prime Clerk re: guidelines for claim processing and process for alerting Prime Clerk to data issues.
7/24/2019	M. Shankweiler	0.8	Participated in call with Prime Clerk (J. Berman) regarding claim register update protocol.
7/24/2019	J. Taber	0.8	Participated in call with Prime Clerk team (J. Berman) re: claims analysis and identified anomalies.
7/24/2019	M. Shankweiler	0.8	Reviewed bond related claims to identify population of claim types for objection purposes.
7/24/2019	M. Yastrebova	0.4	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/25/2019	M. Shankweiler	2.9	Analyzed bond claims to determine appropriate treatment as it relates to categorization for objection purposes.
7/25/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/25/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claim reconciliation database.
7/25/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/25/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database.
7/25/2019	A. Dianderas	2.5	Continued to enter proof of claim info into claim reconciliation database.
7/25/2019	M. Shankweiler	1.6	Reviewed latest information related to vendor claims provided by PREPA Management.
7/25/2019	R. Cohen	0.2	Continued to enter proof of claim details into claims reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/26/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/26/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/26/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database.
7/26/2019	R. Cohen	2.1	Continued to enter proof of claim details into claims reconciliation database.
7/26/2019	M. Yastrebova	2.0	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/26/2019	A. Dianderas	1.6	Continued to enter proof of claim info into claim reconciliation database.
7/26/2019	M. Haverkamp	0.4	Participated in call with PREPA (J. Gandia, D. Sanchez, J. Roque) re: CILT accounting and claims.
7/26/2019	M. Shankweiler	0.3	Reviewed latest submission of duplicative claims identified by Epiq for purposes of preparing claims objections.
7/26/2019	J. Taber	0.2	Reviewed PREPA claims reconciliation guidelines.
7/29/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/29/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/29/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claim reconciliation database.
7/29/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/29/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database.
7/29/2019	A. Dianderas	2.6	Continued to enter proof of claim info into claim reconciliation database.
7/29/2019	M. Shankweiler	1.6	Reviewed bond claims detail to determine appropriate disposition of claims.
7/29/2019	R. Cohen	1.3	Continued to enter proof of claim details into claims reconciliation database.
7/29/2019	M. Shankweiler	1.2	Reviewed file of payments made by PREPA to creditors during post-petition period categorized by type of payments at request of Proskauer.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
7/29/2019	M. Yastrebova	0.4	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/30/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/30/2019	A. Dianderas	2.9	Continued to enter proof of claim info into the claim reconciliation database.
7/30/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/30/2019	A. Dianderas	2.9	Entered proof of claim info into the claim reconciliation database.
7/30/2019	R. Cohen	2.2	Continued to enter proof of claim details into claims reconciliation database.
7/30/2019	M. Yastrebova	1.6	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
7/30/2019	A. Dianderas	1.1	Continued to enter proof of claim info into the claim reconciliation database.
7/31/2019	R. Cohen	2.9	Continued entering proof of claim details into claims reconciliation database.
7/31/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
7/31/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claim reconciliation database.
7/31/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
7/31/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database..
7/31/2019	M. Shankweiler	2.3	Developed strategies related to cutoff issues for payment of pre-petition claims of creditors in ordinary course.
7/31/2019	A. Dianderas	1.2	Continued to enter proof of claim info into claim reconciliation database.
Task Code Total Hours		299.2	

15. Travel Time

7/9/2019	M. Haverkamp	2.7	Traveled from Denver to San Juan, billed at 50%.
7/10/2019	M. Shankweiler	2.9	Continued to travel to PREPA headquarters in San Juan for meetings with PREPA Management team.

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 7/31/2019 Period

Date	Professional	Hours	Description
15. Travel Time			
7/10/2019	J. Taber	2.9	Traveled to PREPA headquarters in San Juan billed at 50%.
7/10/2019	R. Cohen	2.9	Traveled to Puerto Rico from New York billed at 50%.
7/10/2019	M. Haverkamp	2.0	Traveled from Denver to San Juan billed at 50%.
7/10/2019	M. Haverkamp	1.6	Continued traveling from Denver to San Juan billed at 50%.
7/10/2019	R. Cohen	0.6	Continued to travel to Puerto Rico from New York billed at 50%.
7/10/2019	J. Taber	0.6	Continued travel to PREPA headquarters in San Juan billed at 50%.
7/10/2019	M. Shankweiler	0.6	Traveled to PREPA headquarters in San Juan for meetings with PREPA Management team (billed at 50%).
7/11/2019	M. Shankweiler	2.9	Continued to return to NY from meetings in San Juan (billed at 50%).
7/11/2019	R. Cohen	2.9	Traveled from Puerto Rico to New York billed at 50%.
7/11/2019	J. Taber	2.9	Traveled from Puerto Rico to New York billed at 50%.
7/11/2019	M. Haverkamp	2.4	Traveled from San Juan to Denver billed at 50%.
7/11/2019	M. Haverkamp	1.3	Continued traveling from San Juan to Denver billed at 50%.
7/11/2019	M. Shankweiler	1.2	Returned to NY from meetings in San Juan (billed at 50%).
7/11/2019	R. Cohen	1.1	Continued to travel from Puerto Rico to New York billed at 50%.
7/11/2019	J. Taber	1.1	Continued to travel from Puerto Rico to New York billed at 50%.
Task Code Total Hours		32.6	

19. Cash Flow/Cash Management Liquidity

6/26/2019	R. Cohen	2.8	Analyzed AP aging report.
6/26/2019	R. Cohen	0.4	Prepared questions related to AP aging report.
7/18/2019	R. Cohen	2.5	Analyzed PREPA's payment history since the Petition Date.
7/18/2019	M. Shankweiler	2.2	Reviewed vendor payment files for post-petition period provided by PREPA.
7/18/2019	A. Dianderas	0.9	Translated supplier categories from invoice payment history.
7/19/2019	R. Cohen	2.9	Analyzed PREPA's payment history since the Petition Date.

Date	Professional	Hours	Description
19. Cash Flow/Cash Management Liquidity			
7/19/2019	R. Cohen	1.1	Continued to analyze PREPA's payment history since the Petition Date.
7/25/2019	R. Cohen	2.1	Analyzed payment history from the Petition Date to present.
7/25/2019	M. Shankweiler	1.7	Reviewed detailed vendor payment list identifying prepetition payments made during post-petition period.
7/26/2019	M. Shankweiler	1.7	Reviewed file of 279,000 payments made to creditors of PREPA to determine prepetition payments made in normal course for purposes of claims reconciliation process.

Task Code Total Hours**18.3****31. Planning**

6/13/2019	M. Shankweiler	1.5	Held call with M. Haverkamp re: initial steps and retention policies for retention by Title III entities.
6/13/2019	M. Haverkamp	1.5	Participated in call with M. Shankweiler on PREPA claims reconciliation project.
6/13/2019	M. Haverkamp	0.3	Reviewed PREPA reconciliation initial steps.
6/17/2019	M. Haverkamp	0.7	Reviewed availability of various BRG resources and particular on-site and administrative challenges to working in Puerto Rico.
6/17/2019	M. Haverkamp	0.7	Reviewed initial case status including initial work steps and planned meetings.
6/18/2019	M. Shankweiler	0.6	Reviewed work plan in preparation for initial meeting with Proskauer (E. Barak).
6/19/2019	D. Walsh	1.0	Attended meeting at Proskauer Rose with E. Barak (Proskauer), O'Melveny (M. DiConza), and Epiq (B. Tuttle) to discuss work plan.
6/19/2019	M. Shankweiler	1.0	Met with Proskauer (E. Barak), O'Melveny (M. DiConza), and Epiq (B. Tuttle) to discuss work plan.
6/19/2019	R. Cohen	1.0	Participated in an introductory meeting with Proskauer (E. Barak), O'Melveny (M. DiConza), and Epiq (B. Tuttle) to discuss work plan.
6/19/2019	M. Haverkamp	1.0	Participated in call with Proskauer (E. Barak, L. Stafford), B. Tuttle (Epiq), M. DiConza (O'Melveny & Myers) re: case contacts, division of labor, and initial data requests.
6/24/2019	M. Haverkamp	1.1	Reviewed case next steps, including database setup timing and requirements.
6/25/2019	R. Cohen	0.5	Prepared a draft of a work stream report.
6/26/2019	R. Cohen	2.6	Updated work stream report with comments from BRG team.

Date	Professional	Hours	Description
31. Planning			
6/26/2019	M. Haverkamp	1.4	Reviewed initial work plan and questions list.
6/26/2019	M. Shankweiler	0.6	Commented on work plan to provide to Proskauer.
7/2/2019	M. Shankweiler	2.1	Commented on training materials for claim reconciliation efforts by PREPA Management.
7/2/2019	J. Taber	1.1	Developed work plan in advance of upcoming Puerto Rico meeting to attach supporting documentation to proof of claims within the claims database.
7/2/2019	R. Cohen	0.2	Updated claims reconciliation guidelines presentation.
7/3/2019	R. Cohen	0.6	Updated claims reconciliation guidelines presentation with comments from BRG team.
7/5/2019	M. Shankweiler	0.4	Updated claims reconciliation training materials for PREPA Management reconciliation efforts.
7/8/2019	M. Shankweiler	2.0	Review and commented on claims reconciliation training materials for PREPA.
7/8/2019	R. Cohen	1.4	Updated claims reconciliation guidelines presentation.
7/8/2019	M. Shankweiler	1.1	Review and commented on claims reconciliation training materials for PREPA.
7/18/2019	M. Shankweiler	1.1	Established protocol for documenting errors to claims register identified during review process.
7/19/2019	M. Shankweiler	1.8	Developed structure for categorizing bonds for objection by category.
7/23/2019	M. Haverkamp	0.3	Reviewed work plan and allocation of claims for review.
7/26/2019	M. Shankweiler	2.5	Developed guidelines for PREPA HR staff to assist in reconciliation of employee-related claims.
7/29/2019	R. Cohen	1.3	Conducted a training session for reconciliation procedures with PREPA (D. Sanchez).
Task Code Total Hours		31.4	
32. Document Review			
6/13/2019	M. Haverkamp	0.6	Reviewed general case information to gain insight into initial steps.
6/20/2019	M. Shankweiler	1.4	Read order approving Omnibus Objections Procedures and incorporated into claims resolution process.
6/20/2019	M. Shankweiler	0.7	Read extension of bar date order to incorporate into claims resolution process.

Date	Professional	Hours	Description
32. Document Review			
6/20/2019	R. Cohen	0.6	Reviewed bar date order.
6/20/2019	R. Cohen	0.6	Reviewed Omnibus Objection Procedures.
6/21/2019	R. Cohen	1.2	Reviewed the notes to the creditor list.
6/26/2019	M. Haverkamp	0.5	Reviewed bar date order and extension order to develop clarifying questions for Counsel re: claims universe.
6/26/2019	M. Haverkamp	0.4	Reviewed Omnibus Objection Procedures Order in regards to developing claim objection procedures.
7/2/2019	M. Shankweiler	2.2	Reviewed Definitive Restructuring and Support Agreement related to treatment of bond claims.
7/3/2019	M. Shankweiler	2.2	Continued to review RSA related to treatment of bond claims resolution.
7/3/2019	M. Haverkamp	2.1	Continued to review key case documents governing claims and proof of claims filing requirements, including bar date order and extension thereof, filed creditor list, and RSA.
7/3/2019	M. Shankweiler	1.8	Continued to review RSA related to treatment of bond claims.
7/3/2019	M. Haverkamp	1.4	Reviewed key case documents governing claims and proof of claims filing requirements, including bar date order and extension thereof, filed creditor list, and RSA.
7/8/2019	M. Shankweiler	2.9	Continued to review RSA related to treatment of bond claims to develop strategy for purposes of resolving bond claims.
7/9/2019	D. Posada Hernandez	2.7	Translated claims reconciliation process PowerPoint presentation to Spanish.
7/9/2019	D. Posada Hernandez	2.4	Continued translating claims reconciliation process PowerPoint presentation to Spanish.
7/9/2019	D. Posada Hernandez	0.9	Continued translating claims reconciliation process PowerPoint presentation to Spanish.
7/10/2019	D. Posada Hernandez	1.5	Proofread translation for claims reconciliation process presentation.
7/16/2019	M. Shankweiler	2.1	Reviewed 2019 motion re: RSA settlement to determine impact on claims resolution process.
7/18/2019	M. Shankweiler	0.7	Read lease rejection motion and order related to Pridco lease to determine appropriate action re: claim disposition.
7/30/2019	A. Villarreal Moran	1.0	Translated presentation on litigation and employee claims.

Task Code Total Hours	29.9
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Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 7/31/2019 Period

Date	Professional	Hours	Description
Total Hours		618.2	

The Financial Oversight and Management**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit E: Expenses By Category**

For the Period 6/13/2019 through 7/31/2019

Expense Category	Amount
01. Travel - Airline	\$2,719.10
03. Travel - Taxi	\$732.62
08. Travel - Hotel/Lodging	\$1,200.00
10. Meals	\$438.55
11. Telephone, Fax and Internet	\$20.00
Total Expenses for the Period 6/13/2019 through 7/31/2019	\$5,110.27

EXHIBIT F

Monthly Expense Detail

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit F: Expense Detail**

For the Period 6/13/2019 through 7/31/2019



Date	Professional	Amount	Description
01. Travel - Airline			
7/9/2019	M. Haverkamp	\$317.00	One way economy flight from DEN to DCA while traveling to San Juan in lieu of hotel in order to arrive in time for meetings with PREPA.
7/10/2019	M. Haverkamp	\$308.70	One way economy airfare from DCA to SJU for meetings with PREPA.
7/10/2019	M. Shankweiler	\$296.70	One way economy airfare from JFK to SJU while on PREPA.
7/10/2019	R. Cohen	\$296.70	One way economy flight from JFK to San Juan, PR for PREPA matter.
7/10/2019	J. Taber	\$296.70	One way economy flight from JFK to San Juan, PR for travel to PREPA offices.
7/11/2019	M. Haverkamp	\$50.00	Baggage fee for travel home from San Juan.
7/11/2019	M. Shankweiler	\$261.70	One way economy airfare from SJU to JFK while on PREPA.
7/11/2019	M. Haverkamp	\$338.20	One way economy flight from San Juan to DEN following meetings with PREPA.
7/11/2019	R. Cohen	\$291.70	One way economy flight from San Juan, PR to JFK for PREPA matter.
7/11/2019	J. Taber	\$261.70	One way economy flight from San Juan, PR to JFK for travel return from PREPA offices.
Expense Category Total		\$2,719.10	

03. Travel - Taxi

7/9/2019	M. Haverkamp	\$29.53	Taxi from DCA to lodging while traveling to San Juan for PREPA meetings.
7/9/2019	M. Haverkamp	\$57.00	Taxi from Loveland, CO to DEN airport for travel to San Juan to meet with PREPA staff.
7/10/2019	J. Taber	\$71.66	Taxi from home to JFK airport.

Berkeley Research Group, LLC

Invoice for the 6/13/2019 - 7/31/2019 Period

Date	Professional	Amount	Description
03. Travel - Taxi			
7/10/2019	R. Cohen	\$64.85	Taxi from home to JFK.
7/10/2019	M. Haverkamp	\$31.87	Taxi from lodging to DCA while traveling from DEN to San Juan for meetings with PREPA.
7/10/2019	M. Shankweiler	\$70.63	Taxi from NYC to airport while on PREPA.
7/10/2019	J. Taber	\$9.71	Taxi from PREPA offices to hotel for team.
7/10/2019	M. Haverkamp	\$25.00	Taxi from San Juan airport to PREPA headquarters for meetings.
7/10/2019	J. Taber	\$23.00	Taxi from SJU airport to hotel for team.
7/11/2019	J. Taber	\$6.60	Taxi from hotel to PREPA offices for team.
7/11/2019	J. Taber	\$22.55	Taxi from PREPA offices to SJU airport for team.
7/11/2019	J. Taber	\$83.50	Taxi to home from JFK for M. Shankweiler and J. Taber.
7/11/2019	R. Cohen	\$100.00	Taxi to home from JFK.
7/12/2019	M. Haverkamp	\$136.72	Late night taxi from DEN to Loveland, CO (60 mi.) following meetings at PREPA in San Juan. Group transit was unavailable at the time of arrival.
Expense Category Total		\$732.62	
08. Travel - Hotel/Lodging			
7/10/2019	M. Shankweiler	\$300.00	One night hotel stay in San Juan for J. Taber while on PREPA.
7/10/2019	M. Shankweiler	\$300.00	One night hotel stay in San Juan for M. Haverkamp while on PREPA.
7/10/2019	M. Shankweiler	\$300.00	One night hotel stay in San Juan for R. Cohen while on PREPA.
7/10/2019	M. Shankweiler	\$300.00	One night hotel stay in San Juan while on PREPA.
Expense Category Total		\$1,200.00	
10. Meals			
7/9/2019	M. Haverkamp	\$10.31	Dinner at DEN airport while traveling from DEN to DCA on my way to San Juan for M. Haverkamp.
7/10/2019	R. Cohen	\$19.82	Breakfast at airport prior to trip to PREPA offices for R. Cohen.
7/10/2019	M. Haverkamp	\$7.43	Breakfast at DCA airport while traveling to San Juan for meetings with PREPA for M. Haverkamp.

Date	Professional	Amount	Description
10. Meals			
7/10/2019	M. Shankweiler	\$160.00	Dinner in San Juan for M. Shankweiler, R. Cohen, M. Haverkamp and J. Taber of BRG while on PREPA.
7/10/2019	M. Shankweiler	\$64.79	Working lunch in San Juan for M. Shankweiler, R. Cohen and J. Taber of BRG while on PREPA.
7/11/2019	R. Cohen	\$68.62	Breakfast in San Juan, PR prior to meeting at PREPA offices for R. Cohen, M. Shankweiler, M. Haverkamp, J. Taber.
7/11/2019	J. Taber	\$17.03	Dinner at SJU Airport for J. Taber.
7/11/2019	M. Haverkamp	\$26.61	Dinner while traveling to DEN from San Juan after meetings at PREPA for M. Haverkamp.
7/11/2019	J. Taber	\$63.94	Working lunch while travelling in San Juan for J. Taber, M. Haverkamp, R. Cohen, M. Shankweiler.
Expense Category Total		\$438.55	
11. Telephone, Fax and Internet			
7/10/2019	M. Shankweiler	\$20.00	Inflight wifi needed to work while traveling on PREPA.
Expense Category Total		\$20.00	
Total Expenses		\$5,110.27	

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:)	
)	
THE FINANCIAL OVERSIGHT AND	)	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	)	Title III
)	
as representative of)	
	)	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,)	
	)	(Jointly Administered)
Debtors ¹)	

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of
PUERTO RICO ELECTRIC POWER AUTHORITY
("PREPA"),

Debtor.

PROMESA
Title III

Case No. 17 BK 4780-LTS

**COVER SHEET TO SECOND MONTHLY FEE APPLICATION OF
BERKELEY RESEARCH GROUP, LLC FOR PAYMENT OF COMPENSATION
RENDERED AND REIMBURSEMENT OF EXPENSES FOR CONSULTING
SERVICES TO THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD OF PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO ELECTRIC POWER AUTHORITY (“PREPA”) FOR THE
PERIOD FROM AUGUST 1, 2019 THROUGH SEPTEMBER 30, 2019**


¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.).

Name of Applicant:	Berkeley Research Group, LLC (“ <u>BRG</u> ”)
Authorized to Provide Professional Services to:	Financial Oversight and Management Board of Puerto Rico
Services Rendered to:	Puerto Rico Electric Power Authority (“ <u>PREPA</u> ”)
Period for which compensation and reimbursement for fees and services is sought:	August 1, 2019 through September 30, 2019
Amount of compensation sought as actual, reasonable and necessary:	\$372,873.60
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$4,064.20
This is a(n): <u> X </u> Monthly <u> </u> Interim <u> </u> Final application	

This is BRG’s second monthly fee application filed in this case.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for August 1, 2019 through September 30, 2019.



Jaime A. El Koury
General Counsel to the Financial
Oversight and Management Board of
Puerto Rico

On _____, 2019 Sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Co-Counsel for AAFAF

O'Melveny & Myers LLP
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Attn: John J. Rapisardi, Esq.
Suzanne Uhland, Esq.
Diana M. Perez, Esq.

Marini Pietrantonio Muñiz LLC
MCS Plaza, Suite 500
255 Ponce de León Ave
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.
Carolina Velaz-Rivero, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

Co-Counsel for the Official Committee of Unsecured

Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC
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53 Palmeras Street, Ste. 1601
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Attn: Juan J. Casillas Ayala, Esq.
Alberto J. E. Añeses Negrón, Esq.
Central Accounting

Co-Counsel for the Fee Examiner

Godfrey & Kahn S.C.
One East Main Street Suite 500
Attn: Katherine Stadler
Madison, WI 53703

EDGE Legal Strategies, PSC Secretary of the Treasury
252 Ponce de León Avenue
Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo

Co-Counsel for U.S. Bank National Association

Maslon LLP
90 South Seventh Street, Suite 3300
Minneapolis, MN 55402
Attn: Clark T. Whitmore, Esq.,
William Z. Pentelvitch, Esq.,
John T. Duffey, Esq.,
Jason M. Reed, Esq.

Rivera, Tulla & Ferrer, LLC
50 Quisqueya Street
San Juan, PR 00917
Attn: Eric A. Tulla, Esq.,
Iris J. Caberera- Gomez, Esq.

Fee Examiner (email service only per request):

Godfrey & Kahn S.C.
Attn: Brady C. Williamson
bwilliam@gklaw.com

Summary of Professional Fees for the Period August 1, 2019 through September 30, 2019

Puerto Rico Electric Power Authority

TaskCode	Hours	Fees
02. Case Administration	23.7	\$ 11,047.50
03. Professional Retention	1.0	250.00
05. Fee Application Preparation	41.0	8,760.50
07. Interaction/Meetings with Debtors/Counsel	41.8	33,807.00
11. Claim Analysis/Accounting	702.7	344,528.00
15. Travel Time	6.9	4,345.50
19. Cash Flow/Cash Management Liquidity	0.4	398.00
31. Planning	5.0	3,904.00
32. Document Review	7.3	7,263.50
Total	829.8	\$ 414,304.00
<i>Agreed Upon Discount</i>	<i>10%</i>	<i>41,430.40</i>
Total Requested Fees		\$ 372,873.60

Professional	Title	Billing Rate	Hours	Fees
A. Dianderas	Senior Associate	\$ 315.00	90.7	28,570.50
A. Ivanoff	Case Assistant	\$ 150.00	4.0	600.00
A. Rosales	Managing Consultant	\$ 340.00	1.1	\$ 374.00
C. Giancaspro	Senior Associate	\$ 350.00	17.1	5,985.00
D. Walsh	Senior Managing Consultant	\$ 375.00	5.7	2,137.50
E. Lord	Associate	\$ 250.00	2.5	625.00
H. Mendez	Case Assistant	\$ 150.00	23.5	3,525.00
J. Taber	Senior Managing Consultant	\$ 465.00	10.8	5,022.00
M. Haverkamp	Case Manager	\$ 250.00	34.0	8,500.00
M. Kelly	Case Assistant	\$ 150.00	13.0	1,950.00
M. Naik	Senior Associate	\$ 350.00	97.6	34,160.00
M. Shankweiler	Managing Director	\$ 995.00	211.1	210,044.50
M. Yastrebova	Senior Associate	\$ 315.00	70.3	22,144.50
R. Cohen	Consultant	\$ 365.00	248.4	90,666.00
Total			829.8	\$ 414,304.00
<i>Agreed Upon Discount</i>	<i>10%</i>			<i>41,430.40</i>
Total Requested Fees				\$ 372,873.60

Summary of Expenses for the Period June 13, 2019 through July 31, 2019

Puerto Rico Electric Power Authority

Expense Category	Amount
01. Travel - Airline	\$ 1,896.60
02. Travel - Train and Bus	5.00
03. Travel - Taxi	592.61
08. Travel - Hotel/Lodging	1,254.41
10. Meals	295.58
11. Telephone, Fax and Internet	20.00
Total Expenses for the Period	\$ 4,064.20

BRG hereby requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order, as amended, (payment of ninety percent (90%) of the compensation sought, in the amount of \$335,586.24 and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$4,064.20) in the total amount of \$339,650.44.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Berkeley Research Group, LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Mark Shankweiler

Mark Shankweiler
Managing Director
Berkeley Research Group, LLC
810 Seventh Avenue, Suite 4100
New York, NY 10019
(212) 782-1431
mshankweiler@thinkbrg.com

EXHIBITS

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit A: Fees By Task Code**

For the Period 8/1/2019 through 9/30/2019

Task Code	Hours	Fees
02. Case Administration	23.7	\$11,047.50
03. Professional Retention	1.0	\$250.00
05. Fee Application Preparation	41.0	\$8,760.50
07. Interaction/Meetings with Debtors/Counsel	41.8	\$33,807.00
11. Claim Analysis/Accounting	702.7	\$344,528.00
15. Travel Time	6.9	\$4,345.50
19. Cash Flow/Cash Management Liquidity	0.4	\$398.00
31. Planning	5.0	\$3,904.00
32. Document Review	7.3	\$7,263.50
Total	829.8	\$414,304.00
Agreed Upon Discount	10%	(\$41,430.40)
Total Requested Fees		\$372,873.60
Blended Rate		\$449.35

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit B: Fees By Professional**

For the Period 8/1/2019 through 9/30/2019

Professional	Title	Billing Rate	Hours	Fees
A. Dianderas	Senior Associate	\$315.00	90.7	\$28,570.50
A. Ivanoff	Case Assistant	\$150.00	4.0	\$600.00
A. Rosales	Managing Consultant	\$340.00	1.1	\$374.00
C. Giancaspro	Senior Associate	\$350.00	17.1	\$5,985.00
D. Walsh	Senior Managing Consultant	\$375.00	5.7	\$2,137.50
E. Lord	Associate	\$250.00	2.5	\$625.00
H. Mendez	Case Assistant	\$150.00	23.5	\$3,525.00
J. Taber	Senior Managing Consultant	\$465.00	10.8	\$5,022.00
M. Haverkamp	Case Manager	\$250.00	34.0	\$8,500.00
M. Kelly	Case Assistant	\$150.00	13.0	\$1,950.00
M. Naik	Senior Associate	\$350.00	97.6	\$34,160.00
M. Shankweiler	Managing Director	\$995.00	211.1	\$210,044.50
M. Yastrebova	Senior Associate	\$315.00	70.3	\$22,144.50
R. Cohen	Consultant	\$365.00	248.4	\$90,666.00
Total			829.8	\$414,304.00
Agreed Upon Discount			10%	(\$41,430.40)
Total Requested Fees				\$372,873.60
Blended Rate				\$449.35

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit C: Fees By Task By Professional**

For the Period 8/1/2019 through 9/30/2019

Task Code	Hours	Fees
02. Case Administration		
A. Rosales	1.1	\$374.00
D. Walsh	5.7	\$2,137.50
E. Lord	2.5	\$625.00
J. Taber	10.8	\$5,022.00
M. Shankweiler	2.5	\$2,487.50
R. Cohen	1.1	\$401.50
Totals for Task Code	23.7	\$11,047.50
03. Professional Retention		
M. Haverkamp	1.0	\$250.00
Totals for Task Code	1.0	\$250.00
05. Fee Application Preparation		
H. Mendez	23.5	\$3,525.00
M. Haverkamp	14.4	\$3,600.00
M. Shankweiler	0.8	\$796.00
R. Cohen	2.3	\$839.50
Totals for Task Code	41.0	\$8,760.50
07. Interaction/Meetings with Debtors/Counsel		
M. Haverkamp	1.4	\$350.00
M. Shankweiler	29.7	\$29,551.50

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Task Code	Hours	Fees
07. Interaction/Meetings with Debtors/Counsel		
R. Cohen	10.7	\$3,905.50
Totals for Task Code	41.8	\$33,807.00
11. Claim Analysis/Accounting		
A. Dianderas	90.7	\$28,570.50
A. Ivanoff	4.0	\$600.00
C. Giancaspro	17.1	\$5,985.00
M. Haverkamp	17.2	\$4,300.00
M. Kelly	13.0	\$1,950.00
M. Naik	97.6	\$34,160.00
M. Shankweiler	164.2	\$163,379.00
M. Yastrebova	70.3	\$22,144.50
R. Cohen	228.6	\$83,439.00
Totals for Task Code	702.7	\$344,528.00
15. Travel Time		
M. Shankweiler	2.9	\$2,885.50
R. Cohen	4.0	\$1,460.00
Totals for Task Code	6.9	\$4,345.50
19. Cash Flow/Cash Management Liquidity		
M. Shankweiler	0.4	\$398.00
Totals for Task Code	0.4	\$398.00
31. Planning		
M. Shankweiler	3.3	\$3,283.50
R. Cohen	1.7	\$620.50
Totals for Task Code	5.0	\$3,904.00
32. Document Review		

Task Code	Hours	Fees
32. Document Review		
M. Shankweiler	7.3	\$7,263.50
<i>Totals for Task Code</i>	<i>7.3</i>	<i>\$7,263.50</i>
Total	829.8	\$414,304.00

EXHIBIT D

Monthly Time Detail

The Financial Oversight and Management Board**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit D: Time Detail**

For the Period 8/1/2019 through 9/30/2019

Date	Professional	Hours	Description
02. Case Administration			
8/1/2019	J. Taber	1.3	Reviewed claims database updates with PREPA employees (D. Sanchez, G. Serrano).
8/1/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/2/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/6/2019	D. Walsh	0.5	Assisted user with creating and configuring batches.
8/6/2019	J. Taber	0.3	Demonstrated batching of claims filings in claims reconciliation database to user.
8/7/2019	D. Walsh	0.5	Tested and deployed case metrics application.
8/7/2019	J. Taber	0.4	Coordinated technical resolution for the claims database audit export function with support team.
8/9/2019	J. Taber	0.2	Updated claims database to reconfigure group settings of Proskauer users.
8/12/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/13/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/14/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/15/2019	D. Walsh	0.5	Assisted users with data load and document family creation.
8/15/2019	J. Taber	0.5	Overlaid supporting documentation to claims database.
8/15/2019	R. Cohen	0.4	Uploaded supporting documents for certain claims into database.
8/15/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/16/2019	M. Shankweiler	2.1	Reviewed detail of litigation claims in database to confirm adequate disclosure of claim information.

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Date	Professional	Hours	Description
02. Case Administration			
8/16/2019	M. Shankweiler	0.4	Reviewed updates to claims database interface.
8/16/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/19/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/20/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/20/2019	J. Taber	0.1	Assisted user with accessing potentially duplicate records in claims database.
8/21/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/22/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/23/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/26/2019	D. Walsh	0.5	Assisted user with creation of search query.
8/27/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/28/2019	J. Taber	0.2	Generated daily audit log for claims database.
8/29/2019	J. Taber	0.2	Generated daily audit log report for claims database.
8/30/2019	D. Walsh	0.5	Updated OCR text data to add to existing index in claims database.
9/3/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/4/2019	J. Taber	0.5	Overlaid non-operational and operational contract documents into claims database.
9/4/2019	J. Taber	0.2	Generated daily audit log report for claims database.
9/5/2019	J. Taber	0.3	Assisted user with identification and migration of PPOA documents in the claims database.
9/5/2019	J. Taber	0.3	Generated user and permission settings for additional user for claims database.
9/5/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/9/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/10/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/11/2019	A. Rosales	1.1	Imported linked PDF files for the target files into the claims reconciliation database.

Date	Professional	Hours	Description
02. Case Administration			
9/11/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/12/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/13/2019	D. Walsh	1.0	Integrated new files from PREPA Register into proof of claim dataset in database.
9/13/2019	D. Walsh	0.5	Created and configured new user account for additional user.
9/13/2019	D. Walsh	0.5	Reviewed user group permission and access in claims reconciliation database.
9/13/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/16/2019	E. Lord	2.5	Researched class action lawsuit complaints.
9/16/2019	R. Cohen	0.7	Uploaded PPOA contracts and amendments to claims reconciliation database.
9/16/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/17/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/17/2019	J. Taber	0.1	Coordinated new user account access for claims database.
9/18/2019	D. Walsh	0.5	Analyzed user connection issue to claims reconciliation database.
9/18/2019	D. Walsh	0.3	Created new user account, group settings, and workspace permissions for Proskauer user.
9/18/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/18/2019	D. Walsh	0.2	Updated certain user account permissions.
9/19/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/20/2019	D. Walsh	0.2	Created new user account, group settings, and workspace permissions for Proskauer user.
9/20/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/23/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/24/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/25/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/26/2019	J. Taber	0.2	Generated daily audit log for claims database.

Date	Professional	Hours	Description
02. Case Administration			
9/27/2019	J. Taber	0.2	Generated daily audit log for claims database.
9/30/2019	J. Taber	0.2	Generated daily audit log for claims database.
Task Code Total Hours		23.7	
03. Professional Retention			
8/1/2019	M. Haverkamp	1.0	Edited PREPA retention agreement.
Task Code Total Hours		1.0	
05. Fee Application Preparation			
8/22/2019	H. Mendez	1.3	Continued preparing first monthly fee application.
8/22/2019	H. Mendez	1.2	Prepared first monthly fee application.
8/23/2019	H. Mendez	1.3	Prepared first monthly fee application.
8/23/2019	H. Mendez	1.2	Continued preparing first monthly fee application.
8/23/2019	M. Haverkamp	0.6	Prepared first monthly fee application.
8/26/2019	M. Haverkamp	2.1	Prepared June-July fee application.
8/26/2019	H. Mendez	1.3	Prepared first monthly fee application.
8/26/2019	H. Mendez	1.2	Continued preparing first monthly fee application.
8/27/2019	M. Haverkamp	2.3	Prepared June-July monthly fee application.
8/27/2019	H. Mendez	1.4	Continued preparing first monthly fee application.
8/27/2019	H. Mendez	1.3	Continued preparing first monthly fee application.
8/27/2019	H. Mendez	1.2	Prepared first monthly fee application.
8/27/2019	M. Haverkamp	1.1	Continued preparing June-July monthly fee application.
8/29/2019	M. Haverkamp	1.3	Prepared first monthly fee application.
8/30/2019	H. Mendez	1.0	Prepared first monthly fee application.
9/3/2019	M. Haverkamp	1.0	Drafted June-July monthly fee application.
9/17/2019	R. Cohen	1.7	Assisted in the preparation of the first monthly fee application.

Date	Professional	Hours	Description
05. Fee Application Preparation			
9/17/2019	M. Haverkamp	0.8	Reviewed June-July monthly fee application.
9/18/2019	M. Haverkamp	1.5	Drafted June-July monthly fee application.
9/18/2019	R. Cohen	0.6	Assisted in the preparation of the first monthly fee application.
9/19/2019	M. Shankweiler	0.8	Reviewed fee application draft for June/July period.
9/20/2019	M. Haverkamp	0.1	Reviewed June-July monthly fee application.
9/23/2019	M. Haverkamp	2.1	Edited June-July monthly fee application.
9/23/2019	H. Mendez	1.3	Prepared first monthly fee application.
9/23/2019	H. Mendez	1.1	Continued preparing first monthly fee application.
9/24/2019	H. Mendez	1.3	Prepared first monthly fee application.
9/24/2019	H. Mendez	0.9	Continued preparing first monthly fee application.
9/24/2019	H. Mendez	0.8	Continued preparing first monthly fee application.
9/25/2019	H. Mendez	1.3	Continued preparing first monthly fee application.
9/25/2019	H. Mendez	1.1	Prepared first monthly fee application.
9/25/2019	H. Mendez	0.9	Continued preparing first monthly fee application.
9/25/2019	M. Haverkamp	0.9	Reviewed June-July monthly fee application.
9/26/2019	H. Mendez	1.3	Prepared first monthly fee application.
9/26/2019	H. Mendez	1.1	Continued preparing first monthly fee application.
9/26/2019	M. Haverkamp	0.6	Reviewed updated June-July monthly fee application.

Task Code Total Hours	41.0
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07. Interaction/Meetings with Debtors/Counsel

8/1/2019	R. Cohen	1.2	Participated in a call with PREPA (D. Sanchez) to go over guidelines for reconciling employee and litigation claims.
8/12/2019	M. Shankweiler	0.3	Held discussion with E. Barak (Proskauer) re: claimants asserting priority payment status.
8/13/2019	M. Shankweiler	1.3	Prepared correspondence to Counsel summarizing the claims asserting priority and administrative status.

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
8/15/2019	M. Shankweiler	0.7	Participated in call with S. Martinez (Alix) regarding general claims reconciliation process and issues.
8/16/2019	R. Cohen	0.5	Participated in a call with PREPA (D. Sanchez) re: discussion on reconciliation guidelines.
8/16/2019	M. Shankweiler	0.5	Participated in call with D. Sanchez re: claim reconciliation efforts re: employee, litigation and trade claims.
8/16/2019	M. Shankweiler	0.2	Participated in a call with D. Sanchez (PREPA) to coordinate visit to PREPA HQ.
8/19/2019	M. Shankweiler	0.8	Discussed agenda for San Juan trip with D. Sanchez (PREPA).
8/20/2019	R. Cohen	2.6	Participated in a meeting with PREPA (D. Sanchez, J. Roque) to discuss claim reconciliation guidelines and issues identified.
8/20/2019	M. Shankweiler	2.6	Participated in meeting with PREPA Management (D. Sanchez, J. Roque) regarding claims resolution issues.
8/20/2019	M. Shankweiler	0.3	Prepared for meeting with PREPA Management on claims resolution issues.
8/21/2019	M. Shankweiler	2.9	Continued meeting with PREPA Management (D. Sanchez, J. Roque) to discuss claims reconciliation guidelines.
8/21/2019	M. Shankweiler	2.9	Met with PREPA Management (D. Sanchez, J. Roque) to discuss claims reconciliation guidelines.
8/21/2019	R. Cohen	1.6	Participated in part of a meeting with PREPA (D. Sanchez, J. Roque) to discuss claim reconciliation guidelines and issues identified.
8/22/2019	M. Shankweiler	0.9	Prepared correspondence to Proskauer detailing issues to be addressed for bond claims.
8/22/2019	M. Shankweiler	0.7	Prepared correspondence to Proskauer details issues related to employee claims to be objected to.
8/22/2019	M. Shankweiler	0.6	Prepared correspondence to Proskauer re: issues identified related to resolution of trade claims.
8/26/2019	M. Shankweiler	1.9	Prepared memo to Proskauer detailing claims asserting current expense treatment.
8/28/2019	R. Cohen	0.4	Participated in a call with Proskauer (L. Stafford) re: current expense priority.
8/29/2019	M. Shankweiler	1.7	Prepared for call with Proskauer and O'Melveny to discuss issues identified in claims resolution process.
8/29/2019	R. Cohen	1.4	Participated in a call with Proskauer (E. Barak) re: reconciliation questions for certain claim types.

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
8/29/2019	M. Haverkamp	1.4	Participated in call with Proskauer (L. Stafford, E. Barak, P. Possinger, A. Friedman) and O'Melveny (M. DiConza) re: work stream update, initial objection timing, and bond claims.
8/29/2019	M. Shankweiler	1.4	Participated in call with Proskauer (P. Possinger/E. Barak) and O'Melveny (M. DiConza) re: claims reconciliation issues related to bond, employee, litigation and customer claims.
8/29/2019	M. Shankweiler	0.6	Participated in call with Proskauer (L. Stafford) re: claims asserting current expense status.
9/10/2019	R. Cohen	0.4	Participated in a call with A&M (J. Herriman) re: claim reconciliation questions.
9/11/2019	M. Shankweiler	0.9	Participated in discussion with A. Friedman (Proskauer) re: claims resolution process issues.
9/11/2019	M. Shankweiler	0.6	Developed open issues list for discussion with Proskauer.
9/11/2019	M. Shankweiler	0.6	Participated in call with M. Irizarry (PREPA) re: PPOA contract background and issues.
9/16/2019	M. Shankweiler	1.3	Continued to draft communication for Proskauer based on updated information received from PREPA Management re: PPOA contract status.
9/16/2019	M. Shankweiler	0.8	Prepared email to Counsel regarding form of letter to be sent to claimants requesting additional information for proofs of claim.
9/18/2019	M. Shankweiler	1.4	Prepared draft issues list regarding reconciliation issues for discussion with Counsel.
9/18/2019	M. Shankweiler	0.8	Prepared email for Counsel re: additional PPOA issues that were identified in discussions with PREPA.
9/18/2019	M. Shankweiler	0.6	Discussed pending issues with D. Sanchez (PREPA) for follow up with Counsel.
9/18/2019	M. Shankweiler	0.4	Discussed status of PPOA contracts with F. Santos (PREPA) and K. Futch (King & Spalding) re: potential claims related to contract renegotiations.
9/18/2019	R. Cohen	0.4	Participated in a call with King & Spalding (K. Futch) re: PPOA contracts.
9/23/2019	M. Shankweiler	0.9	Participated in call with L. Stafford and A. Deming (Proskauer) to discuss process issues related to duplicate claims objections.
9/23/2019	R. Cohen	0.8	Participated in a call with Proskauer (L. Stafford) re: claims reconciliation issues.

Date	Professional	Hours	Description
07. Interaction/Meetings with Debtors/Counsel			
9/23/2019	M. Shankweiler	0.8	Participated in call with L. Stafford (Proskauer) regarding issues related to claims resolution process.
9/24/2019	R. Cohen	1.4	Participated in a call with Proskauer (L. Stafford, A. Deming) re: claims reconciliation and objection issues.
9/24/2019	M. Shankweiler	0.3	Prepared email follow up on PPOA contract values for PREPA Management.
Task Code Total Hours		41.8	
11. Claim Analysis/Accounting			
8/1/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claim reconciliation database.
8/1/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/1/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database.
8/1/2019	M. Kelly	2.7	Entered proof of claim details into claims database for bond claims.
8/1/2019	A. Dianderas	2.4	Continued to enter proof of claim info into claim reconciliation database.
8/1/2019	R. Cohen	2.3	Continued to enter proof of claim details into claims reconciliation database.
8/1/2019	M. Kelly	1.8	Continued to enter proof of claim details into claims database for bond claims.
8/2/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/2/2019	M. Yastrebova	2.9	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/2/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
8/2/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/2/2019	M. Kelly	1.4	Entered proof of claim details into claims database for bond claims.
8/2/2019	M. Yastrebova	1.0	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/2/2019	R. Cohen	0.3	Continued to enter proof of claim details into claims reconciliation database.
8/5/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/5/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
8/5/2019	A. Ivanoff	2.9	Entered proof of claim details into claims database for bond claims.
8/5/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/5/2019	M. Kelly	2.1	Continued to enter proof of claim details into claims database for bond claims.
8/5/2019	M. Yastrebova	1.2	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/5/2019	M. Yastrebova	1.1	Continued to analyze proofs of claim to categorize by functional group claim treatment, marking claims for objection and docketing errors as appropriate.
8/5/2019	R. Cohen	0.6	Continued to enter proof of claim details into claims reconciliation database.
8/6/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/6/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
8/6/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/6/2019	M. Yastrebova	2.5	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/6/2019	R. Cohen	1.3	Continued to enter proof of claim details into claims reconciliation database.
8/6/2019	R. Cohen	1.1	Analyzed employee related data from PREPA systems to determine if individuals filing claims were employees at PREPA.
8/6/2019	M. Kelly	0.8	Continued to enter proof of claim details into claims database for bond claims.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/7/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/7/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
8/7/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/7/2019	R. Cohen	2.2	Continued to enter proof of claim details into claims reconciliation database.
8/7/2019	M. Yastrebova	1.2	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/7/2019	M. Kelly	1.2	Continued to enter proof of claim details into claims database for bond claims.
8/8/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/8/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/8/2019	R. Cohen	2.8	Continued to enter proof of claim details into claims reconciliation database.
8/8/2019	R. Cohen	2.3	Continued to enter proof of claim details into claims reconciliation database.
8/8/2019	M. Yastrebova	2.1	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate. ate.
8/9/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/9/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/9/2019	M. Yastrebova	2.6	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/9/2019	R. Cohen	2.1	Continued to enter proof of claim details into claims reconciliation database.
8/9/2019	M. Kelly	1.0	Continued to enter proof of claim details into claims database for bond claims.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/9/2019	R. Cohen	1.0	Continued to enter proof of claim details into claims reconciliation database.
8/10/2019	R. Cohen	0.7	Entered proof of claim details into claims reconciliation database.
8/12/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/12/2019	M. Yastrebova	2.9	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/12/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claim reconciliation database.
8/12/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/12/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database.
8/12/2019	M. Shankweiler	2.9	Evaluated claims filed asserting priority status at request of Counsel.
8/12/2019	R. Cohen	2.6	Continued to enter proof of claim details into claims reconciliation database.
8/12/2019	M. Shankweiler	1.8	Continued to evaluate claims filed assertion priority status at request of Counsel.
8/12/2019	R. Cohen	1.7	Continued to enter proof of claim details into claims reconciliation database.
8/12/2019	M. Shankweiler	1.4	Summarized findings related to claims filed asserting priority treatment.
8/12/2019	M. Yastrebova	1.3	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/12/2019	M. Kelly	1.1	Continued to enter proof of claim details into claims database for bond claims.
8/12/2019	M. Shankweiler	0.9	Reviewed fuel line lenders proofs of claim regarding assertion of claims treatment.
8/12/2019	R. Cohen	0.8	Analyzed employee related data from PREPA systems to determine if individuals filing claims were employees at PREPA.
8/12/2019	M. Shankweiler	0.7	Reviewed latest claims register detail of employee-related claims.
8/12/2019	A. Dianderas	0.6	Continued to enter proof of claim info into claim reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/13/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/13/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
8/13/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claim reconciliation database.
8/13/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/13/2019	A. Dianderas	2.9	Entered proof of claim info into claim reconciliation database.
8/13/2019	M. Shankweiler	2.6	Reviewed detail of employee claims filed in order to evaluate basis of filed claims by category.
8/13/2019	M. Yastrebova	2.4	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/13/2019	R. Cohen	1.8	Continued to enter proof of claim details into claims reconciliation database.
8/13/2019	M. Shankweiler	1.7	Reviewed claim related to PPOAs to evaluate basis for claims and potential assertion of priority status.
8/13/2019	R. Cohen	1.2	Continued to enter proof of claim details into claims reconciliation database.
8/13/2019	A. Dianderas	1.2	Continued to enter proof of claim info into claim reconciliation database.
8/13/2019	M. Shankweiler	0.9	Developed process for confirmation of employee status related to employee-filed claims.
8/13/2019	M. Shankweiler	0.7	Evaluated claims identified by PREPA Management to advise on resolution process and documentation.
8/14/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/14/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/14/2019	R. Cohen	2.6	Continued to enter proof of claim details into claims reconciliation database.
8/14/2019	R. Cohen	1.9	Continued to enter proof of claim details into claims reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/14/2019	M. Yastrebova	0.9	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
8/14/2019	R. Cohen	0.8	Continued to enter proof of claim details into claims reconciliation database.
8/15/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/15/2019	A. Dianderas	2.3	Entered proof of claim info into claim reconciliation database.
8/15/2019	R. Cohen	2.1	Continued to enter proof of claim details into claims reconciliation database.
8/15/2019	M. Shankweiler	1.8	Reviewed details of litigation POCs identified as employee claims.
8/15/2019	M. Shankweiler	1.3	Developed communications with PREPA Management to confirm additional 1,500 employee-related claims as valid employees.
8/15/2019	M. Shankweiler	1.2	Reviewed details of employee-related POCs to company records.
8/15/2019	M. Kelly	0.9	Continued to enter proof of claim details into claims database for bond claims.
8/15/2019	M. Shankweiler	0.9	Reviewed claim of PBJL Energy to determine status of adversary case.
8/16/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/16/2019	R. Cohen	2.7	Continued to enter proof of claim details into claims reconciliation database.
8/16/2019	A. Dianderas	2.4	Entered proof of claim info into reconciliation database.
8/16/2019	M. Shankweiler	1.8	Reviewed bond claims detail input into database and compared to filed proofs of claim.
8/16/2019	R. Cohen	1.3	Continued to enter proof of claim details into claims reconciliation database.
8/16/2019	M. Shankweiler	1.3	Reviewed trade claims filed in excess of \$100,000 to develop process for determining payment of invoices in ordinary course.
8/16/2019	R. Cohen	0.7	Developed questions related to treatment of certain claim types.
8/16/2019	M. Shankweiler	0.7	Reviewed claim filed by Blue Beetle to determine in amount of \$109 million to determine basis of claim.
8/19/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/19/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/19/2019	M. Shankweiler	2.8	Reviewed initial schedule of duplicative claims prepared for purposes of preparing omnibus objection.
8/19/2019	R. Cohen	2.6	Continued to enter proof of claim details into claims reconciliation database.
8/19/2019	M. Shankweiler	2.2	Reviewed select claims entered into database to confirm appropriate classification and categorization.
8/19/2019	M. Shankweiler	1.1	Reviewed lease claims filed to determine basis for claim in preparation for meetings with PREPA Management.
8/19/2019	M. Shankweiler	0.6	Reviewed initial schedule of amended claims to confirm appropriate designation of superseded claims.
8/20/2019	M. Haverkamp	2.8	Continued reviewing proofs of claim noted as duplicative to confirm duplicates.
8/20/2019	M. Haverkamp	2.7	Reviewed proofs of claim noted as duplicative to confirm duplicates.
8/20/2019	M. Shankweiler	2.3	Reviewed select claims identified as duplicative to confirm appropriate designation of claims for objection.
8/20/2019	A. Dianderas	1.5	Entered proof of claim info into claims reconciliation database.
8/20/2019	R. Cohen	1.4	Entered proof of claim details into claims reconciliation database.
8/20/2019	M. Shankweiler	0.6	Reviewed select claims identified as amended to confirm appropriate treatment.
8/21/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/21/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
8/21/2019	R. Cohen	1.4	Continued to enter proof of claim details into claims reconciliation database.
8/21/2019	M. Haverkamp	1.3	Reviewed proofs of claim marked as duplicates to confirm duplicate status.
8/21/2019	M. Haverkamp	1.1	Continued to review proofs of claim marked as duplicates to confirm duplicate status.
8/21/2019	M. Shankweiler	1.1	Reviewed most recent list of duplicative claims marked for objection.
8/21/2019	A. Dianderas	0.8	Continued to enter proof of claim info into claims reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/21/2019	M. Haverkamp	0.4	Continued to review proofs of claim marked as duplicates to confirm duplicate status.
8/22/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
8/22/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
8/22/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
8/22/2019	R. Cohen	2.4	Continued to enter proof of claim details into claims reconciliation database.
8/22/2019	R. Cohen	2.2	Continued to enter proof of claim details into claims reconciliation database.
8/22/2019	M. Shankweiler	1.6	Evaluated detailed summary of employee claims prepared by staff.
8/22/2019	M. Shankweiler	1.1	Analyzed trade claim issues identified by PREPA Management.
8/22/2019	M. Shankweiler	1.1	Analyzed union claim related to Union de Trabajadores (\$2.3bn) and associated support for master claim filed.
8/22/2019	M. Haverkamp	1.1	Reviewed potential duplicate claims to confirm status.
8/22/2019	A. Dianderas	0.3	Continued to enter proof of claim info into claims reconciliation database.
8/23/2019	R. Cohen	2.9	Analyzed claims to determine if they are duplicative.
8/23/2019	R. Cohen	2.8	Continued to analyze claims to determine if they are duplicative.
8/23/2019	A. Dianderas	2.6	Entered proof of claim information into claims reconciliation database.
8/23/2019	M. Shankweiler	2.4	Reviewed claims asserting treatment as current expense under 1974 Trust Agreement as requested by Counsel.
8/23/2019	M. Haverkamp	2.3	Reviewed proofs of claim for trade claims to confirm details.
8/23/2019	M. Shankweiler	2.2	Reviewed claims identified as duplicative to confirm objection status.
8/23/2019	M. Shankweiler	1.6	Drafted letter template for follow up with claimants with deficient claim support.
8/23/2019	M. Shankweiler	1.3	Reviewed claims identified as amended to confirm objection status.
8/23/2019	A. Ivanoff	1.1	Entered proof of claim details into claims database for bond claims.
8/26/2019	R. Cohen	2.9	Compared BRG's analysis of duplicate claims with Epiq's analysis.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/26/2019	R. Cohen	2.9	Continued to compare BRG's analysis of duplicate claims with Epiq's analysis.
8/26/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
8/26/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
8/26/2019	M. Haverkamp	2.7	Reviewed potential duplicate claims to confirm status.
8/26/2019	A. Dianderas	2.4	Continued to enter proof of claim info into claims reconciliation database.
8/26/2019	R. Cohen	2.4	Identified claims that assert current expense priority as requested by Counsel.
8/26/2019	M. Shankweiler	2.2	Evaluated bond claims asserting administrative expense priority as requested by Counsel.
8/26/2019	M. Shankweiler	2.2	Evaluated Fuel Lien Lender claims to ascertain if claims asserted treatment as current expenses.
8/26/2019	R. Cohen	1.1	Prepared a schedule of the types of claims asserting current expense priority.
8/26/2019	M. Haverkamp	1.0	Continued reviewing potential duplicate claims to confirm status.
8/26/2019	M. Shankweiler	0.7	Reviewed revised claims database modified to reflect changes to priority status based on review of detailed documents.
8/27/2019	R. Cohen	2.9	Compared BRG's analysis of amended claims with Epiq's analysis.
8/27/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
8/27/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
8/27/2019	R. Cohen	2.4	Continued to compare BRG's analysis of amended claims with Epiq's analysis.
8/27/2019	A. Dianderas	1.8	Continued to enter proof of claim info into claims reconciliation database.
8/27/2019	M. Shankweiler	1.8	Reviewed detail of employee claims identified for objection.
8/27/2019	M. Haverkamp	1.4	Entered trade proofs of claim detail into claim reconciliation database.
8/27/2019	M. Shankweiler	1.3	Drafted report to Proskauer re: union claims and recommended objection process and criteria.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/27/2019	M. Shankweiler	1.1	Reviewed employee claims bases to determine nature of claims.
8/27/2019	M. Shankweiler	0.9	Reviewed bond claims summary by category identified for objection.
8/27/2019	M. Shankweiler	0.8	Reviewed detail of pension claims to determine objection criteria.
8/27/2019	M. Shankweiler	0.8	Reviewed SREAEE claim filed to determine basis for claim.
8/27/2019	M. Shankweiler	0.7	Drafted report to Proskauer on overview and objection criteria for employee claims.
8/28/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
8/28/2019	A. Dianderas	2.9	Continued to enter proof of claim info into claims reconciliation database.
8/28/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
8/28/2019	R. Cohen	2.8	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
8/28/2019	A. Dianderas	1.7	Continued to enter proof of claim info into claims reconciliation database.
8/28/2019	R. Cohen	0.5	Prepared status update report for the Proskauer team.
8/29/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
8/29/2019	R. Cohen	2.9	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
8/29/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
8/29/2019	A. Dianderas	2.8	Continued to enter proof of claim info into claims reconciliation database.
8/29/2019	M. Shankweiler	1.2	Reviewed latest compilation of duplicative claims identified for objection.
8/29/2019	M. Shankweiler	1.1	Revised report to Proskauer regarding claims reconciliation issues and status based on comments.
8/29/2019	M. Shankweiler	1.0	Drafted memo to Proskauer re: trade claims and proposed objection criteria.
8/29/2019	R. Cohen	0.9	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
8/29/2019	M. Haverkamp	0.4	Entered trade claim detail in claim database from proofs of claim.
8/29/2019	R. Cohen	0.3	Searched for claims related to power purchase agreements.
8/30/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
8/30/2019	M. Shankweiler	2.8	Reviewed PPOA contracts to determine potential claims if claims were to be rejected.
8/30/2019	M. Shankweiler	1.9	Continued to review latest compilation of duplicative claims identified for objection for appropriateness.
8/30/2019	M. Shankweiler	1.7	Reviewed latest compilation of amended claims identified for objection.
8/30/2019	M. Shankweiler	1.2	Reviewed breach of contract claims filed against PREPA by power purchase counterparties.
9/3/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
9/3/2019	A. Dianderas	2.8	Continued to enter proof of claim info into claims reconciliation database.
9/3/2019	M. Shankweiler	2.2	Analyzed PPOA contracts supporting proofs of claim to determine potential liability of PREPA under such contracts.
9/3/2019	M. Shankweiler	1.9	Evaluated UITICE claims filed including settlement agreements related to resolution of 2009 litigation.
9/3/2019	M. Shankweiler	1.8	Prepared report to Counsel regarding PPOA contracts in place by PREPA and status of contracts (e.g., operational versus development stages).
9/3/2019	M. Shankweiler	1.6	Analyzed report detailing PPOA contracts in place by PREPA to evaluate operational nature of projects.
9/3/2019	M. Shankweiler	0.5	Corresponded with Counsel re: UITICE claim amounts and modifications required to claim based on settlement.
9/3/2019	R. Cohen	0.4	Reviewed supporting documentation related to the union settlement/POC.
9/4/2019	M. Shankweiler	2.9	Reviewed PPOA language of operational PPOAs to identify provisions impacting claim amounts under alternative scenarios.
9/4/2019	M. Shankweiler	2.8	Continued to review PPOA language of operational PPOAs to identify provisions impacting claim amounts under alternative scenarios.
9/4/2019	M. Shankweiler	0.8	Prepared report to Counsel regarding PPOA provisions related to potential claim issues.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/5/2019	A. Dianderas	2.4	Entered proof of claim info into claims reconciliation database.
9/5/2019	M. Shankweiler	2.2	Reviewed detail list of legal claims identified by PREPA Management.
9/5/2019	M. Shankweiler	1.9	Summarized PPOA claims contracts to determine potential claims in event of rejection.
9/5/2019	M. Shankweiler	0.6	Analyzed class action claims against PREPA in preparation for call with FOMB Special Claims Counsel.
9/5/2019	R. Cohen	0.4	Reviewed claims related to class actions.
9/5/2019	R. Cohen	0.2	Prepared an analysis to understand how many and what type of claims have been filed for \$0.
9/6/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
9/6/2019	R. Cohen	2.9	Continued analyzing claims database to determine if there are any claims that are duplicative or amended.
9/6/2019	A. Dianderas	2.9	Entered proof of claim information into claims reconciliation database.
9/6/2019	R. Cohen	2.7	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/6/2019	C. Giancaspro	2.3	Entered proof of claim details for bond claims into claim database.
9/6/2019	A. Dianderas	1.7	Continued to enter proof of claim info into claims reconciliation database.
9/6/2019	C. Giancaspro	1.5	Entered proof of claim details for bond claims into claim database.
9/6/2019	M. Shankweiler	0.8	Continued to review class action claims filed against PREPA to determine potential claims pool impact.
9/6/2019	R. Cohen	0.7	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/6/2019	M. Shankweiler	0.7	Drafted portion of report to Counsel regarding claims objection status.
9/6/2019	C. Giancaspro	0.7	Entered proof of claim details for bond claims into claim database.
9/6/2019	M. Shankweiler	0.5	Reviewed select litigation claims for follow up with PREPA Management.
9/9/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/9/2019	R. Cohen	2.9	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/9/2019	R. Cohen	2.7	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/9/2019	C. Giancaspro	2.4	Reviewed proofs of claim detail for accuracy and consistency.
9/9/2019	M. Shankweiler	1.6	Commented on report to Counsel regarding status of claim resolution and issues identified.
9/9/2019	C. Giancaspro	1.2	Continued to review proofs of claim detail for accuracy and consistency.
9/9/2019	M. Shankweiler	0.8	Reviewed nature of 60 additional claims transferred to PREPA identified in claims register.
9/10/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
9/10/2019	A. Dianderas	2.9	Entered proof of claim info into claims reconciliation database.
9/10/2019	M. Shankweiler	2.8	Evaluated pension claims filed to determine appropriate categorization and resolution of claims.
9/10/2019	C. Giancaspro	2.7	Entered proof of claim details into claims database for bond claims.
9/10/2019	M. Shankweiler	2.2	Analyzed non-operational PPOA contracts to identify potential additional claims that could be asserted against PREPA.
9/10/2019	M. Shankweiler	1.8	Compiled open points for discussion with Proskauer re: issues identified with claim reconciliation process.
9/10/2019	R. Cohen	1.6	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/10/2019	M. Shankweiler	1.3	Reviewed draft letters to claimants requesting additional information in support of filed claim.
9/10/2019	M. Shankweiler	0.8	Participated in call with D. Sanchez (PREPA) re: claims issues identified for trade, litigation, PPOA, and pension claims.
9/10/2019	M. Shankweiler	0.8	Prepared communications with Counsel (Proskauer team) regarding updates on claims resolution issues.
9/10/2019	A. Dianderas	0.7	Continued to enter proof of claim info into claims reconciliation database.
9/11/2019	R. Cohen	2.6	Analyzed claims database to determine if there are any claims that are duplicative or amended.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/11/2019	M. Naik	2.4	Entered proof of claim details for bond claims in claims reconciliation database.
9/11/2019	C. Giancaspro	2.2	Entered proofs of claim details into claims database for bond claims.
9/11/2019	A. Dianderas	1.2	Entered proof of claims info into claims reconciliation database.
9/11/2019	M. Shankweiler	1.1	Reviewed non-operating PPOA provisions to determine incremental claim amounts from potential rejection.
9/11/2019	M. Shankweiler	0.5	Participated in discussion with EPIQ (B. Tuttle) re: status of claims issues.
9/12/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
9/12/2019	R. Cohen	2.8	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/12/2019	M. Naik	2.8	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/12/2019	R. Cohen	2.7	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/12/2019	M. Naik	2.6	Entered proof of claim details for bond claims in claims reconciliation database.
9/12/2019	C. Giancaspro	2.3	Entered proof of claim details into claims database for bond claims.
9/12/2019	M. Shankweiler	1.8	Reviewed claims to determine appropriateness of objection status as duplicative/amended.
9/12/2019	M. Naik	1.1	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/13/2019	R. Cohen	2.9	Analyzed claims database to determine if there are any claims that are duplicative or amended.
9/13/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/13/2019	M. Naik	2.8	Entered proof of claim details for bond claims in claims reconciliation database.
9/13/2019	A. Dianderas	2.4	Entered proof of claim info into claims reconciliation database.
9/13/2019	M. Shankweiler	2.2	Reviewed updated analysis of duplicative claims to be objected to.
9/13/2019	M. Shankweiler	2.1	Reviewed summary of PPOAs to identify open contract value issues for PREPA to research.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/13/2019	C. Giancaspro	1.8	Entered proofs of claim details into claims database for bond claims.
9/13/2019	M. Shankweiler	1.6	Reviewed updated analysis of amended claims to be objected to.
9/13/2019	M. Shankweiler	0.9	Drafted communications for Proskauer re: PPOA contract provisions potentially impacting claim amounts.
9/13/2019	R. Cohen	0.8	Continued to analyze claims database to determine if there are any claims that are duplicative or amended.
9/13/2019	R. Cohen	0.2	Continued to enter proof of claim details into claims reconciliation database.
9/16/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
9/16/2019	M. Naik	2.9	Entered proof of claim details for bond claims in claims reconciliation database.
9/16/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/16/2019	M. Naik	2.5	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/16/2019	M. Naik	2.3	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/16/2019	M. Shankweiler	2.1	Drafted letter template requesting additional information from claimants who filed proofs of claim with deficient information.
9/16/2019	A. Dianderas	1.2	Entered proof of claim info into claims reconciliation database.
9/16/2019	M. Shankweiler	1.1	Reviewed potential impact on the Carmona class action claim asserted against PREPA.
9/16/2019	M. Naik	0.9	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/16/2019	M. Shankweiler	0.9	Reviewed potential impact on the Mendez class action claim asserted against PREPA.
9/16/2019	M. Shankweiler	0.8	Reviewed additional Carmona proofs of claim filed to understand potential additional claims related to class action.
9/16/2019	R. Cohen	0.6	Continued to enter proof of claim details into claims reconciliation database.
9/17/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/17/2019	M. Naik	2.9	Identified bond claims for PREPA bonds.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/17/2019	R. Cohen	1.8	Continued to enter proof of claim details into claims reconciliation database.
9/17/2019	M. Shankweiler	1.3	Continued to review claims identified as duplicative to confirm appropriateness of objection.
9/17/2019	M. Naik	0.9	Continued to identify bond claims for PREPA bonds.
9/17/2019	M. Naik	0.8	Continued to identify bond claims for PREPA bonds.
9/17/2019	M. Shankweiler	0.6	Prepared memo to L. Stafford (Proskauer) re: claim objection issues related to certain litigation claims.
9/17/2019	M. Shankweiler	0.6	Responded to process questions from PREPA Management re: reconciliation of vendor claims.
9/17/2019	M. Shankweiler	0.4	Reviewed 54 claims related to individual vendor to determine treatment of claims.
9/18/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
9/18/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/18/2019	M. Naik	2.8	Continued to analyze bond claims transferred to PREPA claims pool from other Title III entities.
9/18/2019	M. Naik	2.6	Continued to analyze bond claims transferred to PREPA claims pool from other Title III entities.
9/18/2019	M. Naik	2.5	Analyzed bond claims transferred to PREPA claims pool from other Title III entities.
9/18/2019	M. Yastrebova	2.1	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/18/2019	M. Shankweiler	1.8	Reviewed claims identified as duplicative to confirm validity of objection.
9/18/2019	M. Naik	1.6	Continued to analyze bond claims transferred to PREPA claims pool from other Title III entities.
9/18/2019	R. Cohen	1.3	Continued to enter proof of claim details into claims reconciliation database.
9/18/2019	M. Shankweiler	0.9	Reviewed claims detail for certain PREPA claims that were also filed against other Title III entities to confirm appropriate treatment.
9/18/2019	M. Shankweiler	0.6	Reviewed latest PPOA documents provide by PREPA to estimate potential additional claims.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/19/2019	M. Naik	2.9	Analyzed bond claims transferred to PREPA claims pool from other Title III entities.
9/19/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/19/2019	R. Cohen	2.9	Continued to enter proof of claim details into claims reconciliation database.
9/19/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/19/2019	M. Naik	2.3	Continued to analyze bond claims transferred to PREPA claims pool from other Title III entities.
9/19/2019	M. Naik	2.1	Continued to analyze bond claims transferred to PREPA claims pool from other Title III entities.
9/19/2019	R. Cohen	1.8	Continued to enter proof of claim details into claims reconciliation database.
9/19/2019	M. Shankweiler	1.3	Reviewed latest detail of claims for inclusion in ombibus objection related to duplicative claims.
9/19/2019	M. Shankweiler	1.1	Continued to review latest PPOA documents received to establish potential claim amounts in event of potential contract rejection.
9/19/2019	M. Shankweiler	0.9	Reviewed revised PPOA summary provided to Counsel based on updated information provided by PREPA.
9/19/2019	M. Shankweiler	0.6	Participated in call with D. Sanchez (PREPA) re: trade claims resolution issues.
9/19/2019	R. Cohen	0.4	Provided comments to staff on presentation re: PPOA contracts.
9/19/2019	M. Shankweiler	0.3	Reviewed claim related to breach of contract under PPOA.
9/19/2019	M. Yastrebova	0.1	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/20/2019	M. Yastrebova	2.9	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/20/2019	M. Naik	2.9	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/20/2019	M. Naik	2.9	Entered proof of claim details for bond claims in claims reconciliation database.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/20/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/20/2019	M. Naik	2.6	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/20/2019	R. Cohen	1.9	Continued to enter proof of claim details into claims reconciliation database.
9/20/2019	M. Shankweiler	1.3	Reviewed latest list of bond claims identified by staff as requiring additional detail.
9/20/2019	M. Yastrebova	1.1	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/20/2019	M. Shankweiler	1.1	Participated in call with D. Sanchez (PREPA) regarding certain litigation claims requiring additional documentation to determine status of claim.
9/20/2019	M. Shankweiler	0.9	Reviewed select litigation claims identified as duplicative to confirm treatment.
9/20/2019	M. Shankweiler	0.8	Prepared email to PREPA related to certain trade claims including Lord Electric.
9/20/2019	M. Shankweiler	0.8	Reviewed detail provided related to Lord Electric POC filed including both prepetition and post-petition claims.
9/20/2019	M. Shankweiler	0.7	Updated list of issues in preparation for upcoming call with L. Stafford (Proskauer) regarding claims resolution issues.
9/20/2019	M. Shankweiler	0.4	Communicated with Counsel (L. Stafford) regarding follow up on open claims resolution questions.
9/23/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/23/2019	M. Naik	2.8	Entered proof of claim details for bond claims in claims reconciliation database.
9/23/2019	M. Naik	2.6	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/23/2019	M. Yastrebova	1.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/23/2019	R. Cohen	1.9	Continued to enter proof of claim details into claims reconciliation database.
9/23/2019	M. Shankweiler	1.5	Reviewed duplicative claims in preparation for call with Proskauer.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/23/2019	M. Naik	1.4	Continued to enter proof of claim details for bond claims in claims reconciliation database.
9/23/2019	M. Shankweiler	0.9	Reviewed latest listing of claims identified as duplicative to determine appropriateness for omnibus objection.
9/23/2019	M. Shankweiler	0.8	Reviewed claims detailing preparation for call with L. Stafford related to open process-related issues for claims resolution.
9/23/2019	R. Cohen	0.8	Reviewed presentation related to PPOA's.
9/23/2019	M. Shankweiler	0.5	Reviewed select litigation claims identified by staff to determine appropriate procedures for resolution.
9/23/2019	A. Dianderas	0.4	Reviewed proof of claim to translate from Spanish to English.
9/24/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/24/2019	R. Cohen	2.9	Entered proof of claim details into claims reconciliation database.
9/24/2019	M. Naik	2.9	Modified exhibits for PREPA PPOA report regarding power purchase contracts.
9/24/2019	M. Naik	2.8	Continued modifying exhibits for PREPA PPOA report regarding power purchase contracts.
9/24/2019	R. Cohen	2.6	Reviewed exhibits related to PPOA presentation.
9/24/2019	M. Shankweiler	2.6	Reviewed select duplicative claims to determine appropriateness of objection classification.
9/24/2019	M. Naik	2.4	Continued modifying exhibits for PREPA PPOA report regarding power purchase contracts.
9/24/2019	M. Naik	1.9	Continued modifying exhibits for PREPA PPOA report regarding power purchase contracts.
9/24/2019	M. Shankweiler	1.8	Reviewed details of certain amended claims to confirm appropriate treatment of claims.
9/24/2019	M. Yastrebova	1.6	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/24/2019	M. Shankweiler	1.4	Participated in call with L. Stafford and A. Deming (Proskauer) re: coordination of claims reconciliation/objection issues.
9/24/2019	M. Shankweiler	1.2	Prepared memo detailing proposed resolution and objection process related to pension claims.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/24/2019	R. Cohen	1.1	Continued to enter proof of claim details into claims reconciliation database.
9/24/2019	M. Shankweiler	0.6	Reviewed class action claims asserted against PREPA.
9/24/2019	M. Shankweiler	0.4	Reviewed PPOA contract information provided by PREPA Management to determine potential claims pool.
9/24/2019	R. Cohen	0.2	Prepared comments on PPOA presentation.
9/25/2019	M. Yastrebova	2.9	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/25/2019	M. Naik	2.8	Continued to review information provided by certain bond claimants.
9/25/2019	M. Shankweiler	2.6	Reviewed select bond claims to identify issues requiring follow up with Counsel.
9/25/2019	M. Naik	2.4	Reviewed information provided by certain bond claimants.
9/25/2019	M. Naik	2.3	Continued to review information provided by certain bond claimants.
9/25/2019	M. Yastrebova	2.0	Continued to analyze proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/25/2019	M. Naik	1.9	Continued to review information provided by certain bond claimants.
9/25/2019	M. Shankweiler	1.6	Prepared outline of objection issues related to bond claims for discussion with Proskauer.
9/25/2019	M. Shankweiler	1.2	Prepared outline of objection criteria related to trade claims for discussion with Proskauer.
9/25/2019	M. Shankweiler	1.1	Reviewed select trade claims to determine status of reconciliation efforts by PREPA.
9/25/2019	M. Shankweiler	0.8	Prepared outline of objection criteria related to customer claims for discussion with Proskauer.
9/25/2019	M. Shankweiler	0.4	Participated in call with D. Sanchez (PREPA) re: claims reconciliation issues.
9/26/2019	M. Naik	2.8	Reviewed information provided by certain bond claimants.
9/26/2019	M. Naik	2.2	Continued to review information provided by certain bond claimants.
9/26/2019	M. Shankweiler	2.1	Prepared overview of status of employee claims and proposed objection criteria for the various categories of employee claims filed.

Date	Professional	Hours	Description
11. Claim Analysis/Accounting			
9/26/2019	M. Shankweiler	1.9	Documented overview of trade claim resolution process and recommendations to Proskauer re: objection and resolution issues.
9/26/2019	M. Naik	1.8	Continued to review information provided by certain bond claimants.
9/26/2019	M. Yastrebova	1.7	Analyzed proofs of claim to categorize by functional group/claim treatment, marking claims for objection and docketing errors as appropriate.
9/26/2019	M. Shankweiler	1.1	Reviewed claim filed by UTIER to determine claim categories covered under CBA.
9/26/2019	M. Shankweiler	0.8	Reviewed Bar Date Order regarding claims filing requirements for PREPA bondholders and customers.
9/26/2019	M. Shankweiler	0.8	Reviewed claim filed by UITICE to determine claims categories covered under CBA.
9/26/2019	M. Shankweiler	0.3	Participated in call with D. Sanchez (PREPA) regarding claims resolution issues.
9/27/2019	M. Naik	2.9	Identified categorization errors for certain bond claims.
9/27/2019	M. Naik	2.6	Continued to identify categorization errors for certain bond claims.
9/27/2019	M. Shankweiler	2.1	Reviewed detail of claims identified as duplicative to confirm appropriate treatment for omnibus objection.
9/27/2019	M. Naik	1.8	Continued to identify categorization errors for certain bond claims.
9/27/2019	M. Shankweiler	1.3	Reviewed group of claims related to litigation case asserting damages against PREPA to determine appropriateness of objection as duplicative.
9/27/2019	M. Shankweiler	0.9	Prepared email for PREPA related to litigation case status and need for additional information.
9/27/2019	M. Shankweiler	0.7	Reviewed additional detail provided by PREPA related to certain trade claims to determine objection status of claim.
9/30/2019	M. Naik	2.8	Continued modifying exhibits for PREPA PPOA report regarding power purchase contracts.
9/30/2019	M. Naik	2.5	Continued modifying exhibits for PREPA PPOA report regarding power purchase contracts.
9/30/2019	M. Naik	1.9	Modified exhibits for PREPA PPOA report regarding power purchase contracts.

Task Code Total Hours

702.7

15. Travel Time

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Date	Professional	Hours	Description
15. Travel Time			
8/20/2019	M. Shankweiler	2.9	Travel to PREPA headquarters for meetings (billed at 50%).
8/20/2019	R. Cohen	2.0	Traveled to San Juan, PR from JFK in NY for a meeting at PREPA offices (billed at 50%).
8/21/2019	R. Cohen	2.0	Traveled to JFK from SJU re: flight home after PREPA meetings (billed at 50%).
Task Code Total Hours		6.9	
19. Cash Flow/Cash Management Liquidity			
9/17/2019	M. Shankweiler	0.4	Reviewed payments made during post petition period to determine necessity of objections.
Task Code Total Hours		0.4	
31. Planning			
8/27/2019	M. Shankweiler	0.3	Commented on status update report to Proskauer prepared by staff.
8/29/2019	R. Cohen	1.2	Updated work stream report with comments from team.
8/30/2019	M. Shankweiler	0.8	Commented on latest work stream update prepared by staff.
9/18/2019	M. Shankweiler	1.1	Prepared open issues list related to reconciliation process for PREPA Management.
9/24/2019	M. Shankweiler	1.1	Documented next steps for BRG and Proskauer follow up based on conversations with Proskauer.
9/26/2019	R. Cohen	0.5	Prepared slides related to employee and trade claim objection procedures.
Task Code Total Hours		5.0	
32. Document Review			
8/15/2019	M. Shankweiler	1.6	Read union related support to POC to determine basis of claim.
8/22/2019	M. Shankweiler	1.2	Read adversary motion related to union claim to evaluate basis for claims and identifying employee claims covered by master claim.
8/26/2019	M. Shankweiler	1.1	Reviewed 1974 Trust Agreement to evaluate impact of claims asserting current expense priority.
8/26/2019	M. Shankweiler	0.9	Reviewed adversary claim of PREPA unions versus FOMB to determine nature of claim.
8/27/2019	M. Shankweiler	1.1	Reviewed claim withdrawal notifications filed in court.

Date	Professional	Hours	Description
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32. Document Review

9/12/2019	M. Shankweiler	1.4	Reviewed court- approved format for letters to be forwarded to claimants to determine potential modifications required based on specific nature of PREPA claims.
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Task Code Total Hours**7.3****Total Hours****829.8**

The Financial Oversight and Management**Board for Puerto Rico, as representative of****Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit E: Expenses By Category**

For the Period 8/1/2019 through 9/30/2019

Expense Category	Amount
01. Travel - Airline	\$1,896.60
02. Travel - Train and Bus	\$5.00
03. Travel - Taxi	\$592.61
08. Travel - Hotel/Lodging	\$1,254.41
10. Meals	\$295.58
11. Telephone, Fax and Internet	\$20.00
Total Expenses for the Period 8/1/2019 through 9/30/2019	\$4,064.20

EXHIBIT F

Monthly Expense Detail

The Financial Oversight and Management Board for Puerto Rico, as representative of**Puerto Rico Electric Power Authority****Berkeley Research Group, LLC****Exhibit F: Expense Detail**

For the Period 8/1/2019 through 9/30/2019



Date	Professional	Amount	Description
01. Travel - Airline			
8/20/2019	M. Shankweiler	\$261.70	One way economy airfare JFK to Puerto Rico while on PREPA.
8/20/2019	R. Cohen	\$243.70	One way economy flight from EWR to SJU.
8/21/2019	M. Shankweiler	\$256.70	One way economy airfare from Puerto Rico to JFK while on PREPA.
8/21/2019	R. Cohen	\$261.70	One way economy flight from SJU to JFK.
9/30/2019	M. Shankweiler	\$485.40	Economy roundtrip flight from JFK to San Juan, Puerto Rico for PREPA 10/2/2019 - 10/3/2019.
9/30/2019	R. Cohen	\$158.70	One way economy flight from MCO to SJU for trip to PREPA offices on 10/1/2019.
9/30/2019	R. Cohen	\$228.70	One way economy from SJU to JFK - return flight from PREPA on 10/3/2019.
Expense Category Total		\$1,896.60	
02. Travel - Train and Bus			
9/30/2019	M. Shankweiler	\$5.00	Public Transit - airtrain to JFK airport on 10/2/2019.
Expense Category Total		\$5.00	
03. Travel - Taxi			
8/20/2019	M. Shankweiler	\$5.09	Taxi back to hotel from dinner while on PREPA.
8/20/2019	M. Shankweiler	\$70.63	Taxi from home to airport on 8/20/19 while traveling on PREPA.
8/20/2019	R. Cohen	\$20.26	Taxi from home to EWR.
8/20/2019	M. Shankweiler	\$4.40	Taxi from hotel to meeting with PREPA.
8/20/2019	M. Shankweiler	\$12.33	Taxi from PREPA headquarters to hotel.

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Date	Professional	Amount	Description
03. Travel - Taxi			
8/20/2019	R. Cohen	\$25.00	Taxi from SJU to PREPA offices.
8/20/2019	M. Shankweiler	\$13.42	Taxi to dinner from hotel while on PREPA.
8/21/2019	M. Shankweiler	\$11.06	Taxi from hotel to PREPA Headquarters.
8/21/2019	M. Shankweiler	\$70.63	Taxi from JFK to home while traveling for PREPA.
8/21/2019	R. Cohen	\$100.00	Taxi from JFK to home.
8/21/2019	M. Shankweiler	\$13.36	Taxi from PREPA headquarters to airport while on PREPA.
9/30/2019	M. Shankweiler	\$30.00	Taxi from airport to hotel on 10/2/2019.
9/30/2019	R. Cohen	\$3.68	Taxi from hotel to PREPA offices on 10/2/2019.
9/30/2019	R. Cohen	\$4.58	Taxi from hotel to PREPA offices on 10/3/2019.
9/30/2019	R. Cohen	\$100.00	Taxi from JFK to home after returning from trip to PREPA offices on 10/3/2019.
9/30/2019	R. Cohen	\$8.35	Taxi from PREPA offices to airport on 10/3/2019.
9/30/2019	R. Cohen	\$4.19	Taxi from PREPA offices to hotel on 10/1/2019.
9/30/2019	R. Cohen	\$25.00	Taxi from SJU to PREPA offices on 10/1/2019.
9/30/2019	M. Shankweiler	\$70.63	Taxi to home from JFK after flight 10/3/2019.
Expense Category Total		\$592.61	

08. Travel - Hotel/Lodging			
8/21/2019	R. Cohen	\$238.49	Hotel stay in San Juan, Puerto Rico on 8/20/19 through 8/21/19 for PREPA meetings.
8/21/2019	M. Shankweiler	\$238.49	Hotel stay on 8/20/19 through 8/21/19 in San Juan while on PREPA.
9/30/2019	M. Shankweiler	\$364.54	Hotel in Puerto Rico for PREPA meeting from 10/1/19-10/3/19 for R. Cohen.
9/30/2019	M. Shankweiler	\$364.54	Hotel in Puerto Rico for PREPA meeting from 10/1/19-10/3/19.
9/30/2019	R. Cohen	\$48.35	Hotel taxes for stay from 10/1/19 - 10/3/19.
Expense Category Total		\$1,254.41	

10. Meals

Berkeley Research Group, LLC

Invoice for the 8/1/2019 - 9/30/2019 Period

Date	Professional	Amount	Description
10. Meals			
8/20/2019	M. Shankweiler	\$80.00	Dinner on 8/20/19 in Puerto Rico for M. Shankweiler and R. Cohen while working on PREPA.
8/20/2019	R. Cohen	\$44.19	Lunch prior to meeting at PREPA offices for R. Cohen, M. Shankweiler.
8/21/2019	M. Shankweiler	\$59.62	Breakfast at hotel for M. Shankweiler & R. Cohen while working on PREPA.
8/21/2019	M. Shankweiler	\$18.01	Dinner on 8/21/19 while on PREPA for M. Shankweiler.
8/21/2019	M. Shankweiler	\$13.32	Lunch on 8/21/19 while on PREPA for M. Shankweiler.
9/30/2019	R. Cohen	\$13.15	Breakfast at hotel for R. Cohen on 10/2/2019.
9/30/2019	R. Cohen	\$27.00	Dinner at hotel for R. Cohen on 10/1/2019.
9/30/2019	R. Cohen	\$18.29	Dinner at hotel for R. Cohen on 10/2/2019.
9/30/2019	M. Shankweiler	\$22.00	Dinner in transit to airport for PREPA flight for M. Shankweiler on 10/2/2019.
Expense Category Total		\$295.58	
11. Telephone, Fax and Internet			
8/20/2019	M. Shankweiler	\$20.00	Wifi needed on 8/20/19 while traveling for PREPA.
Expense Category Total		\$20.00	
Total Expenses		\$4,064.20	

EXHIBIT H

Certification

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:)	
)	
THE FINANCIAL OVERSIGHT AND	)	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	)	Title III
)	
as representative of)	
	)	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,)	
	)	(Jointly Administered)
Debtors ⁴)	
)	
)	
)	
)	
)	
In re:)	
)	
	)	PROMESA
THE FINANCIAL OVERSIGHT AND	)	Title III
MANAGEMENT BOARD FOR PUERTO RICO,)	
	)	Case No. 17 BK 4780-LTS
as representative of)	
PUERTO RICO ELECTRIC POWER AUTHORITY)	
("PREPA"),)	
)	
Debtor.)	
)	

**CERTIFICATION OF MARK SHANKWEILER PERTAINING TO
THE FIRST INTERIM FEE APPLICATION OF BERKELEY RESEARCH GROUP,
LLC FOR PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR CONSULTING SERVICES TO THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD OF PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO ELECTRIC POWER AUTHORITY ("PREPA") FOR THE
PERIOD FROM JUNE 13, 2019 THROUGH SEPTEMBER 30, 2019**

⁴ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.).

Mark Shankweiler, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a Managing Director of BRG⁵ and the professional designated by the applicant, BRG, with responsibility in the Debtor's Title III Case, for compliance with the Local Rules and the terms of any order establishing procedures for interim compensation that may be entered in these Cases (together the "Guidelines"). I have personally performed or supervised the professional services rendered by BRG, and am familiar with the work performed on behalf of the FOMB by the professionals and other persons in the firm.

2. This certification is made in respect of the *First Interim Fee Application of Berkeley Research Group, LLC, for Payment of Compensation for Services and Reimbursement of Expenses for Consulting Services to the Financial Oversight and Management Board of Puerto Rico, as Representative of Debtor Puerto Rico Electric Power Authority ("PREPA") for the Period from June 13, 2019 through September 30, 2019* (the "Application") which I have reviewed and further which has been prepared in accordance with the Guidelines.

3. In respect of the Guidelines, I certify that:

- (a) I have read the Application;
- (b) To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines;
- (c) The fees and disbursements sought are billed at rates and in accordance with practices customarily employed by BRG and generally accepted by BRG's clients; and
- (d) In providing a reimbursable service, BRG does not make a profit on that service, whether the service is performed by BRG in-house or through a third party.

⁵ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

4. I certify that BRG has previously provided monthly statements of BRG's fees and disbursements by filing and serving monthly statements in accordance with the Interim Compensation Order, except that completing reasonable and necessary internal accounting and review procedures may have, at times, precluded filing fee statements within the time periods specified in the Interim Compensation Order.

5. I certify, under penalty of perjury, that the foregoing statements made by me are true and correct, to the best of my knowledge, information, and belief.

Dated: 11/22/2019
New York, NY

/s/ Mark Shankweiler
Mark Shankweiler
Managing Director
Berkeley Research Group, LLC
810 Seventh Avenue, Suite 4100
New York, NY 10019
(212) 782-1431
mshankweiler@thinkbrg.com

EXHIBIT I

Draft Order

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:)	
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	)	PROMESA Title III
as representative of)	
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>,	)	Case No. 17 BK 3283-LTS
Debtors ¹	)	(Jointly Administered)
In re:)	
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	)	PROMESA Title III
as representative of)	
PUERTO RICO ELECTRIC POWER AUTHORITY ("PREPA"),	)	Case No. 17 BK 4780-LTS
Debtor.)	

**ORDER APPROVING
FIRST INTERIM FEE APPLICATION OF BERKELEY RESEARCH GROUP, LLC
FOR PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
CONSULTING SERVICES TO THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD OF PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO ELECTRIC POWER AUTHORITY ("PREPA") FOR THE
PERIOD FROM JUNE 13, 2019 THROUGH SEPTEMBER 30, 2019**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.).

Upon the application (the “Application”)² of Berkeley Research Group, LLC (“BRG”), as Title III Claims Reconciliation Agent for the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) acting as representative of the Puerto Rico Electric Power Authority (the “Debtor”) under section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),³ seeking, pursuant to (a) PROMESA sections 316 and 317, (b) Rule 2016 of the Federal Rules of Bankruptcy Procedure, (c) Local Rule 2016–1, and (d) this Court’s *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Case No. 17–BK–3283, Docket No. 3269], allowance of interim compensation for professional services rendered by BRG for the period commencing June 13, 2019 through and including September 30, 2019 in the amount of **\$665,101.35** and reimbursement of its actual and necessary expenses in the amount of **\$9,174.47** incurred during the Fee Period; and, this Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is hereby **ORDERED** that:

1. The Application is GRANTED as set forth herein.
2. Compensation to BRG for professional services rendered during the Fee Period is allowed on an interim basis in the amount of **\$665,101.35**.
3. Reimbursement to Proskauer for expenses incurred during the Fee Period is allowed on an interim basis in the amount of **\$9,174.47**.
4. The Debtor is authorized and directed to pay bRG all fees and expenses allowed pursuant to this order, including those that were previously held back pursuant to

² Capitalized terms not defined in this order will have the meanings ascribed to them in the Application.

³ PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

the Interim Compensation Order, less any amounts previously paid for such fees and expenses under the terms of the Interim Compensation Order.

5. The compensation for professional services rendered and reimbursement of actual and necessary expenses incurred allowed pursuant to this order is without prejudice to BRG's right to seek additional compensation for services performed and expenses incurred during the Fee Period, which were not processed at the time of the Application.

6. The Debtor is authorized to take all actions necessary to effectuate the relief granted pursuant to this order in accordance with the Application.

Dated: _____, 2019
San Juan, Puerto Rico

Honorable Laura Taylor Swain
United States District Judge